

Invitation to the Shareholders for Ordinary General Meeting of  
Shareholders of the Company No.1/2023

Eastern Star Real Estate Public Company Limited



Tuesday 25 April 2023 at 14.00 hrs.

At

The Office of the Company, No. 898 Ploenchit Tower, 5th Floor,  
Ploenchit Road, Lumpini Sub-district, Patumwan District,  
Bangkok Metropolis

by meeting via electronic media (E-AGM)

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No. ESTAR/BKK/LEGAL/053/2023

17 March 2023

- Subject : Invitation to attend the Ordinary General Meeting of Shareholders of the Company No. 1/2023.
- Attention : Shareholders of Eastern Star Real Estate Public Company Limited.
- Enclosures :
1. Copy of Minutes of Ordinary General Meeting of Shareholders of the Company No. 1/2022.
  2. Annual Report for the fiscal year 2022, the Statements of Financial Position and the Statements of Comprehensive Income and the Auditor's Report as at 31 December 2022 (in QR Code).
  3. Name list and profiles of the persons nominated to be elected as directors to replace those retiring by rotation.
  4. Definition of Independent Director.
  5. Remuneration amount paid to the Board of Directors of the Company in the year 2022.
  6. Articles of Association related to the Ordinary General Meeting of Shareholders.
  7. Profiles of Independent Directors (acting as Proxy of the Shareholders).
  8. Proxy Form A, Form B and Form C.
  9. Practice Guideline for the E-AGM.
  10. Registration Form for the Electronic Annual General Meeting of Shareholders (E-AGM)
  11. Making Enquiry in Advance Form for the Electronic Annual General Meeting of Shareholders (E-AGM)
  12. Map of the venue of the Shareholders Meeting

Pursuant to the resolution passed by the Board of Directors of Eastern Star Real Estate Public Company Limited, the Ordinary General Meeting of Shareholders of the Company No. 1/2023 is hereby called on 25 April 2023, at 14.00 hrs., at the office of the Company, No. 898 Ploenchit Tower, 5th Floor, Ploenchit Road, Lumpini Sub-district, Patumwan District, Bangkok Metropolis, by meeting via electronic media (E-AGM), to consider the matters under the following agenda:

**Agenda 1     To adopt the Minutes of Ordinary General Meeting of Shareholders of the Company No. 1/2022.**

**Background Information:** The Ordinary General Meeting of Shareholders of the Company No. 1/2022 was held on 29 April 2022, and the minutes of the meeting has been submitted to the Stock Exchange of Thailand and the Ministry of Commerce within the timeframe prescribed by laws, which the details of the Minutes of the Ordinary General Meeting of Shareholders of the Company No. 1/2022 are attached hereto ([Enclosure 1](#)).

**Opinion of the Board:** The Shareholders meeting is hereby advised to adopt the Minutes of the Ordinary General Meeting of Shareholders of the Company No. 1/2022, which was held on 29 April 2022.

**Resolution:** This agenda shall be approved by a majority vote of shareholders attending the meeting and casting their votes.

**Agenda 2      To acknowledge the performance results of the Board of Directors for the previous year and the Annual Report for the fiscal year 2022.**

**Background Information:** The report of the performance results of the Board of Directors of the Company for the previous year 2022 appeared in the Annual Report for the fiscal year 2022 ([Enclosure 2](#)).

**Opinion of the Board :** The Shareholders meeting is hereby advised to acknowledge the performance results of the Board of Directors of the Company for the previous year and the Annual Report for the fiscal year 2022 aforesaid.

**Resolution:** This agenda is for acknowledgement. Therefore, no votes will be casted.

**Agenda 3      To consider and approve the Statements of Financial Position and the Statements of Comprehensive Income of the Company for the fiscal year ended 31 December 2022.**

**Background Information:** In compliance with Section 112 of the Public Limited Companies Act B.E. 2535 and Article 41 of the Company's Articles of Association, which stipulate that the Board of Directors shall arrange for preparation of the Statements of Financial Position and the Statements of Comprehensive Income as of the end of the accounting period of the Company, and shall submit the same to the shareholders meeting at the Ordinary General Meeting for consideration and approval. Therefore, the Board of Directors of the Company proposed to the Ordinary General Meeting of Shareholders to consider and approve the Statements of Financial Position and the Statements of Comprehensive Income of the Company for the fiscal year ended 31 December 2022, which have been audited by the Auditor of the Company and have been reviewed by the Audit Committee and the Board of Directors of the Company as shown in the Annual Report for the fiscal year 2022 ([Enclosure 2](#)).

**Opinion of the Board:** The Shareholders meeting is hereby advised to approve the Statements of Financial Position and the Statements of Comprehensive Income of the Company for the fiscal year ended 31 December 2022.

**Resolution:** This agenda shall be approved by a majority vote of shareholders attending the meeting and casting their votes.

**Agenda 4      To consider and approve the appropriation of profits and the non-payment of dividends for the performance results of the fiscal year 2022.**

**Background Information:** Pursuant to Section 116 of the Public Limited Companies Act B.E. 2535, and Article 45 of the Company's Articles of Association, which stipulate that the Company is required to allocate not less than five percent of the annual net profits as legal reserve, less the accumulated losses carried forward (if any), until the legal reserve reaches the amount not less than ten percent of the registered capital.

According to the consolidated financial statements of the Company and the subsidiary companies for the fiscal year ended 31 December 2022, the Company has the net profits from

its performance in the amount of 51,099,945.- Baht. And the single financial statements of the Company show the net profit from its performance in the amount of 51,496,976.- Baht. In addition, the Company has the policy of dividends payment at the rate not lower than 50% of the net profits of the single financial statements after appropriation of legal reserve, whereby the payment of dividends will take various factors to consist of the consideration such as financial position, liquidity, expansion of businesses and other related factors in relation to the management of the Company.

When the Company has the net profits from its performance, the Company then appropriated a part of profits as a legal reserve in the amount of 2,600,000.- Baht, and due to the Company is necessary to keep the cash flow to support for investment in new projects in the future, the Company therefore does not pay the dividends for the performance results of the fiscal year 2022 to the Shareholders of the Company.

Information of payment of the dividends for the past three years are as follows:

Record Date	Payment Date	Dividend Type	Dividend Per Share (Baht/Share)	Dividend Pay out Profit (%)	Operation Period	Source of Dividend
-	-	-	-	-	01 Jan 2019-31 Dec 2019	-
10 May 2021	26 May 2021	Cash Interim Dividends	0.01	0.82	01 Jan 2020-31 Dec 2020	Net Profit
-	-	-	-	-	01 Jan 2021-31 Dec 2021	-

Remark \* : 2020 Omission of the dividend payment from performance of 2019 because the Company is necessary to keep the cash flow to support any situation may occur from the outbreak of the Coronavirus Disease 2019

2022 Omission of the dividend payment from performance of 2021 because the Company is necessary to keep the cash flow to support for investment in new projects in the future

**Opinion of the Board:** The Shareholders meeting is hereby advised to approve the appropriation of a part of profits as a legal reserve in the amount of 2,600,000.- Baht and the non-payment of dividends for the performance results of the fiscal year 2022 to the Shareholders of the Company due to the Company is necessary to keep the cash flow to support for investment in new projects in the future.

**Resolution:** This agenda shall be approved by a majority vote of shareholders attending the meeting and casting their votes.

**Agenda 5      To consider the election of the directors in place of those retiring by rotation.**

**Background Information:** In compliance with Section 71 of the Public Limited Companies Act B.E. 2535 and Article 15 of the Company's Articles of Association, which stipulate that one-third of the Directors are required to retire from office every year, whereby the Directors who have been in the longest term in office are required to retire by rotation. But they are entitled to be re-elected to resume the positions of the Directors of the Company. The Company has 11 Directors in total. Therefore, there are three Directors who are required to retire from offices by rotation in this occasion, as follows:

- |                |                 |  |
|----------------|-----------------|--|
| 1. Mr. Jessada | Promjart        | Independent Director and Audit Committee |
| 2. Mr. Titiwut | Soukpornchaikul | Director and Executive Committee         |
| 3. Mr. Paiboon | Wongjongjaiarn  | Director                                 |

The Nomination and Remuneration Committee has considered the appropriateness in the types of qualification, knowledge, ability and experience in businesses relating to the Company's operations as well as they will be the persons who have all qualifications required by the Public Limited Companies Act and non-prohibited characteristics for election as the Company's director in accordance with the criteria of the Office of Securities and Exchange Commission and other related government agencies. The Nomination and Remuneration Committee then proposed to the Shareholders meeting for consideration and approval as follows;

- (1) Re-election of Mr. Jessada Promjart, who shall be retired by rotation in this occasion, to his office as Director and Independent Director of the Company for another period.
- (2) Re-election of Mr. Titiwut Soukpornchaikul and Mr. Paiboon Wongjongjaiarn, who shall be retired by rotation in this occasion, to their offices as Directors of the Company for another period.

The Company has invited shareholders of the Company to nominate person(s) to be considered and elected as director(s) for the Annual General Meeting of Shareholders for Year 2022 in accordance with the criteria as specified by the Company on the website of SET and the Company from 15 October 2022 to 15 January 2023 It appears that there were no shareholders nominating the person(s) to be considered and elected as director(s) of the Company.

**Opinion of the Board** The Board of Directors then proposed to the Shareholders meeting for consideration and approval as follows;

- (1) Re-election of Mr. Jessada Promjart, who shall be retired by rotation in this occasion, to his office as Director and Independent Director of the Company for another period.
- (2) Re-election of Mr. Titiwut Soukpornchaikul and Mr. Paiboon Wongjongjaiarn, who shall be retired by rotation in this occasion, to their offices as Directors of the Company for another period.

Whereby the name list and profiles of the persons nominated to be elected as Directors to replace those retiring by rotation appeared in [Enclosure 3](#).

In addition, the definition of the Independent Director of the Company as prescribed in the same manner as the Notification of Capital Market Supervisory Board appears in [Enclosure 4](#).

**Resolution:** This agenda shall be approved by a majority vote of shareholders attending the meeting and casting their votes

**Agenda 6      To consider the fixing of the remuneration to the Board of Directors for the year 2023.**

**Background Information:** In compliance with Section 90 of the Public Limited Companies Act B.E. 2535 and Article 13 of the Company's Articles of Association, which stipulate that the payment of remuneration to the Board of Directors of the Company is required to approve by the Shareholders meeting. And at the Ordinary General Meeting of Shareholders of the Company No. 1/2022 held on 29 April 2022, it approved for the Company to pay the remuneration to the Board of Directors of the Company for the year 2022 in the amount not exceeding 9,500,000.- Baht, whereby the Board of Directors of the Company was assigned to consider an allocation of the remuneration to each of the directors as appropriate. In this connection, the Company paid the remuneration to the Board of Directors as per the details in [Enclosure 5](#), and the information of payment of the remuneration to the Board of Directors of the Company for the past years are as follows:

Remuneration for the year	2022	2021	2020
Amount approved by the Shareholders meeting (Baht)	9,500,000	9,500,000	9,500,000
Attendance Fees paid to Board of Directors (Baht)	8,400,000	8,320,000	7,175,000*

Remark \* : According to the resolution of the Board of Directors meeting No. 5/2020, the remuneration of the Company's directors shall be reduced at a rate of 25 percent, with effect from June to December 2020.

The Nomination and Remuneration Committee has considered the remuneration to the Board of Directors in comparison with the rates of the directors' remuneration of the property companies at the same level as well as the appropriateness for the scope of duties and responsibilities of the Board of Directors, it is hereby proposed to determine the remuneration to the Board of Directors for the year 2023 in the amount not exceeding 9,500,000.- Baht which is the amount of remuneration of the Board of Directors as same as the year 2022.

**Opinion of the Board:** The Shareholders meeting is hereby advised to approve the fixing of the remuneration to the Board of Directors of the Company for the year 2023 in the amount not exceeding 9,500,000.- Baht, whereby the Board of Directors of the Company is assigned to consider an allocation of the remuneration to each of the directors as appropriate.

**Resolution:** This agenda shall be approved by the votes not less than two-thirds of the total number of votes of shareholders attending the meeting and having right to vote.

**Agenda 7      To consider the appointment of the auditors of the Company for the fiscal year 2023 and fixing of the remuneration.**

**Background Information:** In Compliance with Section 120 of the Public Limited Companies Act B.E. 2535 which provides that every Ordinary General Meeting of Shareholders shall appoint the auditors and fix the auditing fee. Therefore, it is necessary for the Company to appoint the auditors for the fiscal year 2023 and fix their auditing fee.

The Audit Committee has considered at the recommendation of the Audit Committee to propose to the Shareholders meeting for consideration and appointment of the auditors of EY Office Limited as the Company's auditor for the fiscal year 2023, due to it was considered that

they are qualified under the regulations of the Office of Securities and Exchange Commission, having expertise in auditing, and have shown satisfactory performance with the details as follows:

<u>Auditor Names</u>	<u>CPA Registration No.</u>	<u>Years of continuous auditing for the Company</u>
1. Mrs. Gingkarn Atsawarangsalit	4496	3
2. Mr. Kittit Teachakasembundit	9151	0
3. Ms. Sumana Punpongsanon	5872	0
4. Mr. Chayapol Suppasdtanon	3972	2

Whereby any one of the above-mentioned auditors is authorized to audit, perform and set his/her signature in its audit report, and to consider the fixing of the remuneration of the Auditors in the amount not exceeding 1,440,000.- Baht. Moreover, EY Office Limited is also acting as the auditor of the Company's subsidiaries and the information of the payment of remuneration of the Auditors in the previous years are as follows:

<b>Items</b>	<b>Year 2023</b>	<b>Year 2022</b>	<b>Year 2021</b>
Audit Fee (Baht)	1,440,000	1,335,000	1,335,000
Increase (decrease) from the past year (Baht)	105,000	0	0
Equivalent to (%)	7.86	0	0
<b>Items</b>	<b>Year 2022</b>	<b>Year 2021</b>	<b>Year 2020</b>
Other Services Charges (VAT included) (Baht)	9,179	13,622	11,235
Increase (decrease) from the past year (Baht)	(4,443)	2,387	(18,721)
Equivalent to (%)	(32.62)	21.25	(62.49)

Moreover, EY Office Limited and the auditors proposed to be the auditors of the Company and its subsidiary companies have no relationship or any interest with the Company or its subsidiary companies, Managements or related persons in such a way which may have an impact on performing their task independently. In addition, EY Office Limited is also acting as the auditor of the Company's subsidiaries.

**Opinion of the Board:** The Shareholders meeting is hereby advised to consider the appointment of Mrs. Gingkarn Atsawarangsalit, Certified Public Accountant No. 4496, or Mr. Kittit Teachakasembundit, Certified Public Accountant No. 9151, or Ms. Sumana Punpongsanon, Certified Public Accountant No. 5872, or Mr. Chayapol Suppasdtanon, Certified Public Accountant No. 3972 of EY Office Limited, as the Auditors of the Company for the fiscal year 2023, and fixing of the remuneration of the Auditors in the amount not exceeding 1,440,000 Baht.

**Resolution:** This agenda shall be approved by a majority vote of shareholders attending the meeting and casting their votes.

Pursuant to the invitation of the Company to shareholders to propose any matters as an agenda of the meeting and/or to nominate person(s) to be considered and elected as director(s) for the Annual General Meeting of Shareholders for Year 2023 in accordance with the criteria as specified by the Company on the website of SET and the Company from 15 October 2022 to



15 January 2023 It appears that there were no any matters proposed from the shareholders of the Company. And the Company has notified the said result on the website of SET and the Company completed on 24 February 2023.

The Ordinary General Meeting of Shareholders of the Company No. 1/2023 be in accordance with Articles of Association related to the Ordinary General Meeting of Shareholders details as shown in [Enclosure 6](#)

You are hereby invited to attend the meeting on the date and time specified above. For shareholders who wish to attend the meeting themselves or with proxies who are other person or the independent directors of the Company to be the proxies, whose names and details as shown in [Enclosure 7](#) via electronic media. The Company hereby prepares a Proxy Form A, a general and simple proxy form, and a Proxy Form B which clearly specifies certain items and authority to be delegated to the proxy. In addition, there is Proxy Form C, applicable to foreign shareholders who make an appointment of a custodian in Thailand in [Enclosure 8](#). Please fill out the box in front of the name of the person you wish to appoint as your proxy to attend the meeting and vote on your behalf, and sign your name in the proxy form. With the Practice Guideline for the E-AGM details as shown in [Enclosure 9](#). Please fill out the box in Registration Form for the Electronic Annual General Meeting of Shareholders (E-AGM) in [Enclosure 10](#). Please send this completely- filled Registration Form for the Electronic Annual General Meeting of Shareholders (E-AGM) and attach identification documents for verification. In case of authorizing a proxy to attend the meeting are required to Proxy Form and supporting documents to the Company by 20 April 2023, at 12:00 hrs.

The Company has fixed the names of Shareholders who are entitled to attend the Ordinary General Meeting of Shareholders of the Company No. 1/2023, on 15 March 2023 (Record Date).

Should the Shareholders have any questions or inquiries concerning the matter in any agenda which the Shareholders wish to request the Board of Directors to explain at the meeting, please submit your questions in advance via electronic media in Enclosure 11 to the Company by 20 April 2023, at 12:00 hrs.

By resolution of the Board of Directors



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Dr. Torsak Lertsrisakulrat  
Managing Director

Remark: The Company has disseminated the Notice of the Meeting of Shareholders, together with all related documents which are the same version as sent to the shareholders, on the Company's website: [www.estarpcl.com](http://www.estarpcl.com).

## **Eastern Star Real Estate Public Company Limited**

### **Minutes to Annual General Meeting of Shareholders No. 1/2022**

#### **Time and Venue**

The meeting was held on April 29, 2022 at 14.00 hours, at the Company's office, Ploenchit Tower 898, 5th Floor, Ploenchit Road, Lumpini Pathumwan, Bangkok. It was held via the electronic media (E-AGM).

#### **The Meeting Commencement**

Mr. Sakchai Wiruncheewa, the Company's Legal Consultant and Meeting Secretary, welcomed shareholders and informed the meeting that, due to the COVID-19 pandemic, a dangerous communicable disease in Ministry of Public Health Notifications, it is currently well-known to everyone. Therefore, the meeting would be limited in electronic media only, by Oj International Company Limited, a service provider certified by the Electronic Transactions Development Agency as the meeting administrator. This meeting was held according to the rules and procedures prescribed by law.

Afterward, the Meeting Secretary informed the meeting that there were 28 shareholders and proxies were present at the meeting via electronic media, holding a total of 3,211,811,900 shares, equivalents to 63.95% of the total 5,022,246,185 issued shares which constitute a quorum pursuant to the Company's Articles of Association.

The Meeting Secretary introduced those in attendance via electronic media today as follows:

#### **Directors in Attendance via Electronic Media**

1. Mr. Anand Panyarachun	Chairman of the Board and Independent Director
2. Mr. Pongpinit Dechakup	Vice Chairman and Chairman of Executive Committee
3. Mrs. Sunantha Tiasuwan	Independent Director and Chairman of Audit Committee
4. Mrs. Wanna Thamsirisup	Independent Director and Audit Director
5. Mr. Jessada Promjad	Independent Director and Audit Director
6. Dr. Torsak Lertsrisakulra	Managing Director
7. Mr. Thitiwut Sukhapornchaikul	Director and Executive Director
8. Mr. Nattawit Bunyawat	Director and Executive Director
9. Mr. Thinawat Mahatharadol	Director and Executive Director
10. Dr. Chachawin Charoenrachpak	Director
11. Mr. PaiboonWongchongchaihan	Director

The Board of Directors is composed of 11 members. All attended the meeting via electronic media, or equivalent to 100% of attendance.

Furthermore, Mrs. Kingkan Assawarangsarit, the Company's auditor also attended the meeting to assist the Board of Director provides explanations to shareholders.

The Meeting Secretary informed the methods for submitting questions on each agenda item to the shareholders for today's Annual general Meeting of Shareholders are as follows:

1. Shareholders are able to type the questions on each agenda item via Chat menu in Zoom program, submit the questions to ESTAR Q&A, and press Enter button to send the questions to the system.

2. Shareholders are kindly requested to state their first and last names and indicate whether you are coming in person or as a proxy before asking each question to take the minutes accurately and completely.

The voting method on each agenda item for today's Annual general Meeting of Shareholders are as follows :

1. To cast the votes, shareholders are kindly requested to switch from Zoom program to Chrome (Web Browser) to vote on each agenda item via the E-Voting menu. After pressing the vote, the confirmation text wills Pop-up asking once more whether the vote is confirmed or not, press OK to confirm the vote.

2. Shareholder who requires to change their vote can do so by revoke the latest vote and re-vote. However, shareholders cannot vote or change their vote if such agenda has been closed.

3. Shareholders who finish their votes are requested to return to the E-Meeting (Zoom Program) for attending the meeting.

4. The system will collect the vote for voting via E-Voting and voting in advance by proxies.

5. If there is no voting cast, it shall be deemed that all shareholders agree on that agenda.

6. Each shareholder shall have one vote for every share held.

7. Vote counting on each agenda item, disapprove and abstain will be deducted from the total shares of shareholders present at the meeting and eligible to cast votes on each agenda item, the remainder shall be deemed that all shareholders agree on that agenda.

8. The Chairman of the Meeting will assign the Meeting Secretary to inquire for resolutions from the meeting and announce the voting results to the meeting.

However, the procedure of attending the meeting via electronic media, as well as asking and answering the question, and voting casts in accordance with the E-AGM manual were sent to the shareholder's email.

If there is a technical problem, shareholders are kindly requested to call the staff of OJ International Company Limited at 02-079-1811.

The Meeting Secretary informed the meeting that the Company has invited shareholders to propose the agenda items and / or nominate the candidates for the election as the Company's directors for the Annual General Meeting of Shareholders for the year 2022 in accordance with the criteria prescribed by the Company via the website of the Stock Exchange of Thailand and the Company from October 15, 2021 to January 15, 2022. There are no proposals from the shareholders of the Company.

The Meeting Secretary invited Mr. Anand Panyarachun, the Chairman of the Board, to serve as the Chairman of the Meeting to open the meeting.

The Chairman welcomed the shareholders and informed the meeting that the shareholders and proxies attended the meeting via electronic media which constitute a quorum pursuant to the Company's Articles of Association. The Chairman declared the Annual General Meeting of Shareholders No. 1/2022 of Eastern Star Real Estate Public Company Limited opened. The Chairman assigned Mr. Sakchai Wiruncheewa, the Meeting Secretary and the team to conduct the meeting according to the agenda items of the electronic meeting.

**Agenda 1: To adopt the Minutes of Ordinary General Meeting of Shareholders of the Company No. 1/2021.**

The Meeting Secretary proposed the meeting to consider and certify the minutes of the Annual General Meeting of Shareholders No. 1/2021 held on June 17, 2021. A copy of the said minutes was sent to the shareholders to consider together with the Invitation Letter.

The Meeting Secretary asked if the shareholders would like to amend the minutes? There was no amendment. The Meeting Secretary, therefore, proposed the meeting to cast their vote.

**Resolution: The meeting considered and certified the minutes of the Annual General Meeting of Shareholders No. 1/2021 with unanimous votes of the shareholders who attended the meeting and cast their votes as follows:**

Votes Cast	No. of Shareholders	No. of Votes Cast	Percentage
<b>Approve</b>	<b>27</b>	<b>3,211,811,899</b>	<b>100</b>
<b>Disapprove</b>	-	-	-
<b>Abstain</b>	<b>1</b>	<b>1</b>	-
<b>Total</b>	<b>28</b>	<b>3,211,811,899</b>	<b>100</b>

**Agenda 2: To acknowledge the performance results of the Board of Directors for the previous year and the Annual Report for the fiscal year 2021.**

The Meeting Secretary invited Dr. Torsak Lertsrisakulra, the Managing Director report on the Board of Directors' Performance at the meeting.

Dr. Torsak Lertsrisakulra, on behalf of the Board of Directors, reported an overview of eight projects in 2021 with a total value of 6,924 million Baht, consisting of four projects in Bangkok with a total value of 4,837 million Baht, in Rayong of four projects with a total value of 2,086 million Baht.

The project in Bangkok, the three middle to high-end condominium project under the name Quintara, located at Sukhumvit 42, Sukumvit 52 and Sukhumvit 39, and one premium townhome and twin house project, namely Estara Pattanakarn 20. The four more projects in Rayong province, namely Velana Golf House, Velana Amoda, Breeze at Eastern Star Foresto in the middle market, and Grand Velana in the premium market.

The Board of Directors' performance over the past year is divided into three parts, comprising sales, revenues, and net profits that the Company has achieved as follows:

(1) Sales from real estate in 2021 amounted to 1,334 million Baht, a decrease of 40% compared to the 2020, which was at 2,220 million Baht, with the launch of new low-rise projects, namely Velana Amoda. Due to the impact of Covid-19 epidemic, there has been no new condominium project launched in the past year.

(2) The Company has revenue from real estate sales in 2021 amounted to 1,326 million Baht, a decrease of 51% compared to the 2020, which was at 2,680 million Baht, due to the period of ownership transfer of the Quintara Treehaus Sukhumvit 42 condominium, which is the large project amounted to 1,500 million Baht, but in 2021, it is the ownership transfer of the Quintara Arte Sukhumvit 52 project, which is a tiny project amounted to 600 million Baht.

(3) The Company had a separate net profit in 2021 of 19 million Baht, a decrease of 90% compared to the 2020, which was at 192 million Baht, according to the decreasing of revenue from real estate sales.

In comparison, the ratio of revenue over the past five years during the 2016 and 2021 of low-rise and high-rise projects from 8:92% to 51:49%, and the projects in Bangkok and Rayong from 6:94% to 29:71%, which is the expansion of low-rise project and in the EEC area, resulting the Company a stronger business foundation.

As for the plans in the 2022, the Company focuses on the opportunity include the government policies that stimulate real estate, such as the easing of LTV measures, and the reduction of transfer and mortgage fees resulted to the number of unsold units decreased due to the slowdown in the launch of new projects in the past year, purchasing power of real demand remains in the market for low-rise houses and condominiums in the middle to low price range. The challenge facing includes the persisting COVID-19 epidemic, the impact of the economic slowdown on customers' incomes and purchasing power, the high level of household debt in the real estate sector and the increase in NPL resulted to tight lending, the construction material prices have risen, as well as buying demand from foreign customers and investors has not returned. In 2020, the Company emphasize the business strategies by focusing on expanding new low-rise projects and adjusting high-rise projects to serve the "Real Demand" group, develop projects on existing landbank, focusing on potential locations with appropriate project sizes, enhancing marketing strategies, accelerate the sale of ready-to-move projects to convert as much as possible into income, manage cash flow by balancing income and controlling expenditure effectively,

learn and look for new business expansion opportunities through cooperation with partners. The Customer, we develop the project with the concept of "Smart Living 360" by emphasizing on the whole concept for customers in all dimensions of living, as well as develop Eastern Star Park and Eastern Star Foresto to provide full function facilities serve the needs of living in Rayong, focusing on the development of product quality and service standards to provide customers with the highest satisfaction related to the current lifestyle. The Company has a sales target in 2022 of 1,700 million Baht, an increase of 27% compared to the 2021, and the ratio of income between houses and condominiums at 56:44, the revenue target in 2022 of 1,700 million Baht, an increase of 28% compared to the 2021, with a 48:52 ratio of house and condominiums.

In 2022, the four new projects will be launched, consisting of two projects in Bangkok and two projects in Rayong. The situation will be re-evaluated before the actual project launches.

According to the Company has submitted an application for certification of membership of the Thai Private Sector Collective Action Against Corruption, i.e., "CAC" and has already been certified as a member on June 3, 2021.

The Meeting Secretary asked if any shareholder would like the Board of Directors to clarify any additional matters or not? There was no additional questions, the Meeting Secretary concluded that the meeting acknowledged the Board of Directors' performance over the past year and the Annual Report for the year 2021.

**Agenda 3: To consider and approve the Statements of Financial Position and the Statements of Comprehensive Income of the Company for the fiscal year ended 31 December 2021.**

The Company invited Mr. Thitiwut Sukhapornchaikul, the Executive Director informed the meeting.

Mr. Thitiwut Sukhapornchaikul, the Executive Director informed the meeting that the overall of financial statement for the year 2021 compared to the year 2020 is quite detailed. Therefore, some important financial statements are hereby presented to the shareholders without material changes. The details of the financial statements have been sent to the shareholders together with the Invitation Letter, and shareholders are kindly requested to inquire on relevant matters. The summarize as follows:

(1) Cash and cash equivalents in 2021 amounted to 363 million Baht, a decrease of 325 million Baht from the 2020 or equivalent to 47%.

(2) Real estate during the development and has been developed consists of two items as follows:

(2.1) Real estate development costs and inventories consist of land, properties completed and under construction, design costs, inventories and interest expenses, etc. In 2021, there were 2,868 million Baht, a decrease of 164 million Baht from the 2020 or equivalent to 5% because when the Company recognizes the transfer income in the income statement, it transfers some of the cost of real estate development and inventories to cost of sales in the income statement, and some of land are transferred to the property for the purpose of investment.

(2.2) Investment properties consist of land for rent, such as land leased to Lotus at Ban Chang, houses and apartments for rent at Ban Chang, including the land held for the increase of the property's value. In 2021, it amounted to 946 million Baht, an increase of 37 million Baht from the 2020, or equivalent to 4%, mainly due to the acceptance of transfers from (2.1) and the reversal of impairment because assets have increased in value, such as land prices, and the depreciation expense increases, etc.

(3) Land and improvements awaiting development in 2021 amounted to 1,923 million Baht, an increase of 128 million Baht from the 2020 or equivalent to 7%, mainly due to the purchase of one additional plot of land.

(4) Costs for acquiring contracts with customers in 2021 amounted to 69 million Baht, a decrease of 67 million Baht from the 2020 or equivalent to 49. It is incurred from the payment of commissions for new projects launched for sale, which are capitalized on the cost of acquiring contracts with customers or assets, are recognized as an expense in the financial statement, when a transfer occurs to match with income such as Quintara Treehaus Sukhumvit 42 project and Quintara Arte Sukhumvit 52 project, etc.

(5) Land, buildings and equipment in 2021 amounted to 414 million Baht, a decrease of 16 million Baht from the 2020 or equivalent to 4%, due to a decrease in depreciation expenses.

(6) Total assets in 2021 amounted to 6,753 million Baht, a decrease of 451 million Baht from the 2020 or equivalent to 6%.

Liabilities and shareholders' equity consisted of :

(1) Liabilities are divided into two parts as follows:

(1.1) Most of the non-interest-bearing liabilities consisted of down payment for customers who purchased the project in 2021 amounted to 474 million Baht, a decrease of 240 million Baht from the 2020, or equivalent to 34%.

(1.2) Interest-bearing liabilities in 2021 amounted to 1,395 million Baht, a decrease of 179 million Baht from the 2020, or equivalent to 11%, consisting of:

(1.2.1) In 2021, the Company has no debt, but still has the remaining credit line.

(1.2.2) Long-term borrowings in 2021 amounted to 1,395 million Baht, a decrease of 179 million Baht from the 2020, or equivalent to 11%, mainly due to the Company borrowing for project construction and buying the additional land. At the same time, the Company has already repaid all long-term loans of the Quintara Arte Sukhumvit 52 project.

(2) In 2021, when item (1.1) is added to item (1.2), there will be total liabilities of 1,869 million Baht, a decrease of 419 million Baht from the 2020, or equivalent to 18%.

(3) Retained earnings (unappropriated) in 2021 amounted to 23 million Baht, a decrease of 30 million Baht from 2020, or equivalent to 57% according to the lower profits.

(4) Shareholders' equity in 2021 amounted to 4,884 million Baht, a decrease of 32 million Baht from the 2020 or equivalent to 1%.

**The summary of the statement of comprehensive income (consolidated financial statement)** for the year 2021 compared to the year 2020 consisted of

Sales income, rental and service fees in 2021 amounted to 1,253 million Baht, a decrease of 1,393 million Baht from 2020, or equivalent to 53%, mainly due to:

- In 2020, the Company began to recognize revenue from Quintara Treehaus Sukhumvit 42, a large project with approximately value of 1,500 million Baht, began to be transferred in May 2020, which was a large lot transfer, resulting the remaining portion to be transferred in 2021 decrease.

- In 2021, the Company began to recognize revenue from Quintara Arte Sukhumvit 52 project, a small project with approximately value of 600 million Baht.

- In 2020, the revenues were recognized from the sale of two plots of land.

Cost of sales/rent and services in 2021 amounted to 917 million Baht, a decrease of 881 million Baht from 2020, or equivalent to 49%, according to the decreasing revenue.

Gross profit in 2021 amounted to 336 million Baht, a decrease of 512 million Baht from 2020, or equivalent to 60%.

Other income in 2021 amounted to 73 million Baht, an increase of 39 million Baht from 2020, or equivalent to 115%.

Reversing loss from asset valuation is a revenue item which was assessed by an independent appraiser. In 2021, it amounted to 17 million Baht, an increase of 2 million Baht compared to the 2020, or equivalent to 13%.

Loss on asset valuation is an expense item caused by an independent appraiser. In 2021, no asset valuation loss was set, while in 2020, it was 101 million Baht or a decrease of 100%.

Sales and administrative expenses in 2021 amounted to 380 million Baht, a decrease of 141 million Baht from 2020, or equivalent to 27%.

Financial expenses in 2021 amounted to 18 million Baht, an increase of 7 million Baht from 2020, or equivalent to 64%.

Corporate income tax in 2021 amounted to 9 million Baht, a decrease of 63 million Baht from 2020, or equivalent to 88% according to the decreasing profit.

Net profit in 2021 amounted to 19 million Baht, a decrease of 173 million Baht from 2020, or equivalent to 90%. The separate financial statement, which does not include the operating results of the two subsidiary companies, had a net profit of approximately 32 million Baht, mainly due to a subsidiary operating a golf course had a loss due to its closure for approximately two months in the year 2021 in accordance with the government's covid measures.

**The key financial ratio (consolidated financial statement)** for the year 2021 compared to the year 2020 consisted of :

Earnings per share (Baht/Share) in 2021 amounted to 0.004 Baht, decreased from 2020 by 0.034 Baht, or equivalent to 89%.

Gross profit margin (%) in 2021 was 27%, decreased from 2020 by 5% or equivalent to 16%

Net profit margin (%) in 2021 amounted to 1%, decreased from 2020 by 6% or equivalent to 80%.

Net cash from operating activities (million Baht) in 2021 amounted to 75 million Baht, a decrease of 484 Baht from 2020 or equivalent to 87%.

D/E Ratio (times) in 2021 amounted to 0.38 times, a decrease of 0.08 times from 2020, or equivalent 18%.

Book value per share (Baht/Share) in 2021 amounted to 0.97 Baht, decreased from 2020 by 0.01 Baht, or equivalent to 1%.

The Meeting Secretary asked if any shareholder would like to inquire or not? There was no inquiry. The Meeting Secretary, therefore, proposed the meeting to cast their vote.

**Resolution:** The meeting considered and approved the Company's Statement of Financial Position and Statement of Comprehensive Income for the year ended December 31, 2021 with unanimous votes of the shareholders who attended the meeting and cast their votes as follows :

Votes Cast	No. of Shareholders	No. of Votes Cast	Percentage
<b>Approve</b>	<b>27</b>	<b>3,211,811,899</b>	<b>100</b>
<b>Disapprove</b>	<b>-</b>	<b>-</b>	<b>-</b>
<b>Abstain</b>	<b>1</b>	<b>1</b>	<b>-</b>
<b>Total</b>	<b>28</b>	<b>3,211,811,899</b>	<b>100</b>

**Agenda 4: To consider and approve the appropriation of profits and the non-payment of dividends for the performance results of the fiscal year 2021.**

The Meeting Secretary invited Mr. Thitiwut Sukhapornchaikul, the Executive Director informed the meeting.

The Executive Director informed the meeting that in 2021, the Company has posted a profit from operating results according to the separate financial statements of 31,584,600.- Baht, therefore, the Board of Directors has resolved to propose to the shareholders' meeting to consider and approve the allocation of part of the profit as a legal reserve amounted to 1,600,000.- Baht. The omission of dividend payment for the 2021 operating results to the shareholders as the Company is obliged to

maintain cash flow to cope with the circumstances that may arise from the coronavirus disease 2019 epidemic.

The Meeting Secretary asked if any shareholder would like to inquire or not? There was no inquiry. The Meeting Secretary, therefore, proposed the meeting to cast their vote.

**Resolution:** The meeting considered and approved the allocation of profit as the legal reserve amounted to 1,600,000.- Baht and the omission of dividend payment for the 2021 operating results to the shareholders as the Company is obliged to maintain cash flow to cope with the circumstances that may arise from the coronavirus disease 2019 epidemic, with a majority votes of the shareholders who attended the meeting and cast their votes as follows :

Votes Cast	No. of Shareholders	No. of Votes Cast	Percentage
Approve	27	3,211,811,899	100
Disapprove	1	1	-
Abstain	-	-	-
<b>Total</b>	<b>28</b>	<b>3,211,811,900</b>	<b>100</b>

**Agenda 5: To consider the election of the directors in place of those retiring by rotation.**

The Meeting Secretary informed the meeting that this agenda will be considered in accordance with the law and the Company's Article of Association, one-third of the directors who served the Company longest will be retired by rotation every year, the retired directors are eligible for re-election. In 2022, four directors are due to retire by rotation which are:

1. Mrs. Sunantha Tiasuwan
2. Mrs. Wanna Thamsirisup
3. Dr. Chatchawin Charoenrachpak
4. Mr. Tinnawat Mahatharadol

The Company invited all shareholders to nominate any qualified person to be elected as the Company's Directors for the Annual General meeting of Shareholders for the year 2022, according to the Company's criteria informed via the Stock Exchange of Thailand from October 15, 2021 to January 15, 2022. However, there was no proposal of the director nominee submitted to the Company.

The Board of Directors has considered the suitability in terms of qualifications, knowledge, abilities, and experiences which will be beneficial to the Company's operations and therefore deems it appropriate to propose to the shareholders' meeting for consideration as follows:

(1) Re-election for Mrs. Sunantha Tiasuwan and Mrs. Wanna Thamsirisup, the directors are due retire by rotation to serve as the directors and Independent Directors for another term.

(2) Re-election for Dr. Chatchawin Charoenrachpak and Mr. Tinnawat Mahatharadol, the directors are due retire by rotation to serve as the directors for another term.

Details of each director, including information of directorship and/or shareholding in the other companies with potential conflicts of interest with the Company has been sent to the shareholders together with the Invitation Letter. Due to the resolution for the election of directors of the shareholders is casted vote via electronic media, which the shareholders are independent, so the nominated directors are requested not to leave the system.

The Meeting Secretary asked if any shareholder would like to inquire or not? There was no inquiry. The Meeting Secretary, therefore, proposed the meeting to cast their vote.

**Resolution:** The meeting considered had resolved to re-election (1) Mrs. Sunantha Tiasuwan and Mrs. Wanna Thamsirisup, the directors are due retire by rotation to serve as the directors and Independent Directors for another term, and (2) Dr. Chatchawin Charoenrachpak and Mr. Tinnawat Mahatharadol, the directors are due retire by rotation to serve as the directors for



another term, with a majority votes of the shareholders who attended the meeting and cast their votes as follows:

(1) **Mrs. Sunantha Tiasuwan**

Votes Cast	No. of Shareholders	No. of Votes Cast	Percentage
Approve	26	3,211,811,499	100
Disapprove	2	401	-
Abstain	-	-	-
<b>Total</b>	<b>28</b>	<b>3,211,811,900</b>	<b>100</b>

(2) **Mrs. Wanna Thamsirisup**

Votes Cast	No. of Shareholders	No. of Votes Cast	Percentage
Approve	27	3,211,811,899	100
Disapprove	1	1	-
Abstain	-	-	-
<b>Total</b>	<b>28</b>	<b>3,211,811,900</b>	<b>100</b>

(3) **Dr. Chatchawin Charoenrachpak**

Votes Cast	No. of Shareholders	No. of Votes Cast	Percentage
Approve	27	3,211,811,899	100
Disapprove	1	1	-
Abstain	-	-	-
<b>Total</b>	<b>28</b>	<b>3,211,811,900</b>	<b>100</b>

(4) **Mr. Tinnawat Mahatharadol**

Votes Cast	No. of Shareholders	No. of Votes Cast	Percentage
Approve	27	3,211,811,899	100
Disapprove	1	1	-
Abstain	-	-	-
<b>Total</b>	<b>28</b>	<b>3,211,811,900</b>	<b>100</b>

Hence, the Company's Board of Directors consisted of 11 persons as follows:

- |                                  |  |
|----------------------------------|--|
| 1. Mr. Anand Panyarachun         | Chairman of the Board and Independent Director       |
| 2. Mr. Pongpinit Dechakup        | Vice Chairman and Chairman of Executive Committee    |
| 3. Dr. Torsak Lertsrisakulra     | Managing Director                                    |
| 4. Mr. Thitiwut Sukhapornchaikul | Director and Executive Director                      |
| 5. Mr. Nattawit Bunyawat         | Director and Executive Director                      |
| 6. Mr. Tinnawat Mahatharadol     | Director and Executive Director                      |
| 7. Dr. Chatchawin Charoenrachpak | Director   |
| 8. Mr. Paiboon Wongchongchaihan  | Director   |
| 9. Mrs. Sunantha Tiasuwan        | Independent Director and Chairman of Audit Committee |
| 10. Mr. Jessada Promjad          | Independent Director and Audit Director              |
| 11. Mrs. Wanna Thamsirisup       | Independent Director and Audit Director              |

**Agenda 6: To consider the fixing of the remuneration to the Board of Directors for the year 2022.**

The Meeting Secretary informed the meeting that according to the Section 90 of the Public Limited Companies Act B.E. 2535 and the Company Article of Association, the directors' remuneration payout must be approved by the shareholders' meeting. According to the previous Annual General Meeting of Shareholder approved the Board of Directors 'remuneration of not exceeding 9,500,000 Baht. In 2022, the Board of Director proposed to the shareholder's meeting to consider and approve the Board of Director's remuneration of not exceeding 9,500,000 Baht by authorizing the Board of Directors to consider and allocate such remuneration to each director as appropriate. The history of the remuneration payout is disclosed in the Invitation Letter sent to the shareholders.

The Meeting Secretary asked if any shareholder would like to inquire or not? There was no inquiry. The Meeting Secretary, therefore, proposed the meeting to cast their vote.

**Resolution:** The meeting considered and fixed Directors' Remuneration for the year 2022 of not exceeding 9,500,000.- Baht by authorizing the Board of Directors to consider and allocate such remuneration to each director as appropriate, with a majority votes or more than two-third of the shareholders who attended the meeting and cast their votes as follows:

Votes Cast	No. of Shareholders	No. of Votes Cast	Percentage
Approve	27	3,211,811,899	100
Disapprove	1	1	-
Abstain	-	-	-
Total	28	3,211,811,900	100

**Agenda Item 7: To consider the appointment of the auditors of the Company for the fiscal year 2022 and fixing of the remuneration.**

The Meeting Secretary informed the meeting that this agenda item was aimed at deliberations to ensure compliance with the law. The Company's auditors are due to retire by the end of their term, but they can be reappointed, the Company deemed it appropriate proposed the meeting to appoint Mrs. Kingkan Assawarangsarit, Certified Public Accountant No. 4496, or Miss Pimjai Manitkachornkit, Certified Public Accountant No. 4521, or Miss Summana Panpongsanon, Certified Public Accountant No. 5872, or Mr. Chayapon Suppasetthanon, Certified Public Accountant No. 3972, of EY Office Company Limited as the Company's auditor for the fiscal year 2022, and proposed the meeting to fix the audit fee of not exceeding 1,335,000.- Baht.

The Meeting Secretary asked if any shareholder would like to inquire or not? There was no inquiry. The Meeting Secretary, therefore, proposed the meeting to cast their vote.

**Resolution:** The meeting considered and appointed Mrs. Kingkan Assawarangsarit, Certified Public Accountant No. 4496, or Miss Pimjai Manitkachornkit, Certified Public Accountant No. 4521, or Miss Summana Panpongsanon, Certified Public Accountant No. 5872, or Mr. Chayapon Suppasetthanon, Certified Public Accountant No. 3972, of EY Office Company Limited as the Company's auditor for the fiscal year 2022, and proposed the meeting to fix the audit fee of not exceeding 1,335,000.- Baht, with a majority votes of the shareholders who attended the meeting and cast their votes as follows:

Votes Cast	No. of Shareholders	No. of Votes Cast	Percentage
Approve	27	3,211,811,899	100
Disapprove	1	1	-
Abstain	-	-	-
Total	28	3,211,811,900	100

The Meeting Secretary informed the meeting that the Board of Director completed all agenda items, and asked if any shareholder would like to inquire or not?

There was no inquiry. The Meeting Secretary, therefore, invited the Chairman of the Meeting declared the meeting closed.

The Chairman, on behalf of the Board of Directors, thanked all shareholders for attending the meeting and supporting the Company's business all along. The Meeting adjourned at 15.10 hours.

Signed \_\_\_\_\_ *-Signature-* \_\_\_\_\_ Meeting Chairman

(Mr. Anand Panyarachun)

Signed \_\_\_\_\_ *-Signature-* \_\_\_\_\_ Meeting Recorder

(Mr. Pongsak Maision)

**Enclosure 2**  
*(supporting documents for the consideration of Agenda 2 and 3)*

## **QR Code**

**The Annual Report for the fiscal year 2022**



**Or**

<https://www.estarpcl.com/uploads/document/f5eced28fba0eb3f71902b59f9baaecf.pdf>

**Eastern Star Real Estate Public Company Limited****Name list and profiles of the persons be nominated to elect as directors  
in place of the Directors who will retire by rotation****1. Mr. Jessada Phromjat**

Type of nominated director	Independent Director
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Age	61 years
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Nationality	Thai
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Education	Bachelor's Degree: Bachelor of Accountancy Thammasat University Master's Degree: Master of Accountancy Thammasat University
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Training Program	<ul style="list-style-type: none"> <li>- Cyber Resilience Leadership Workshop, organized by Bank of Thailand (8 July 2019)</li> <li>- IIA International Conference in California, Year 2019 The Institute of Internal Auditor</li> <li>- IIA International Conference in Dubai, Year 2018 The Institute of Internal Auditor</li> <li>- IIA International Conference in Sydney, Year 2017 The Institute of Internal Auditor</li> <li>- IIA International Conference in New York, Year 2016 The Institute of Internal Auditor</li> <li>- Advance Audit Committee Program (AACP) Class 25/2560, Thai Institute of Directors Association (IOD)</li> <li>- Corporate Governance for Director and Senior Executive of State Enterprises and Public Organization (PDI), Class 14, King Prajadhipok's Institute</li> <li>- Ethical Leadership Program (ELP) Class 5/2559 Thai Institute of Directors Association (IOD)</li> <li>- Advanced Certificate Course in Public Administration and Law for Executives (PRM), Class 12, King Prajadhipok's Institute</li> <li>- A Course on Anti-Corruption Strategic Management for Senior Executives (ASCMES), Class 1, National Anti- Corruption Institute</li> </ul>
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	- TCLA Executive Development Program (EDP) Class 9, Thai Listed Companies Association - Company Secretary Program (CSP) Class 7/2547, Thai Institute of Directors Association (IOD) - Director Certification Program (DCP) Class 45/2547, Thai Institute of Directors Association (IOD) - A Course on Telecommunication Management Faculty of Engineering, Chulalongkorn University	
Current Position in the Company	Independent Director Chairman of the Recruitment and Remuneration Committee Audit Committee	
Years of Directorship	3 years (2020 – present)	
Meeting Attendance in the year 2022	6 attendances of 6 meetings of the Board of Directors	
Current Position in Other Organizations		
• Listed companies	None	
• Non-listed companies	2017- present	Member of the Audit Committee Chulabhorn Royal Academy
	2018 - present	Director and Executive Director Y.S.S (Thailand) Co., Ltd.
	2019 - present	Member of Capital Market Competitive Potentials Development Subcommittee The Office of the Securities and Stock Exchange Commission
	2019 - present	Member and Chairman of the Audit Committee AMR Asia Co., Ltd.
	2021 - present	Advisor Bangkok Broadcasting & TV Co., Ltd.
	2020 – present	Member of the Subcommittee on Audit and Evaluation of Asset Accounts Suppression and Examination Office of the National Anti-Corruption Commission (NACC)
• Other organizations that may cause any conflict of interests to the Company	-None-	

Holding of Shares in Other Companies That Have or Might Have the Same Conditions or Competes or Might Compete with the Company's Business

- Listed Companies None
- Non-listed Companies None

**Additional information to consider the election of Independent Director**

- Family Relationship with Executive Management or Major shareholder : -None- of Company or Subsidiaries
- Relationship with the Company / Subsidiaries /Associated companies : -None- or juristic persons that may cause any conflict of interest at present
- Significant business relationship that may restrain a performance : -None- independently.

## Enclosure 3

(supporting documents for the consideration of Agenda 5)

### Eastern Star Real Estate Public Company Limited

#### Name list and profiles of the persons be nominated to elect as directors in place of the Directors who will retire by rotation

##### 2. Mr. Thitivut Sukpornchaikul

Type of nominated director    Executive Director

Age    60 years

Nationality    Thai

Education    Master's Degree: Master of Business Administration  
Chulalongkorn University  
Bachelor's Degree: Bachelor of Economics  
Thammasat University  
Bachelor's Degree: Bachelor of Accountancy  
Sukhothai Thammathirat Open University

Training Program    - Certified Investment and Securities Analyst Program Level 3  
("CISA"), The Stock Exchange of Thailand  
- Director Accreditation Program Class 72/2008,  
Thai Institute of Directors Association  
- Executive Development Program (EDP) Level 6,  
The Stock Exchange of Thailand  
- Company Secretary Program Class 36/2010,  
Thai Institute of Directors Association  
- Advanced Audit Committee Program (AACP) Class 23/2016,  
Thai Institute of Directors Association  
- Corporate Governance for Capital Market Intermediaries  
Class 15/2016, Thai Institute of Directors Association  
- Effective Minutes Taking (EMT) Class 14/2009,  
Thai Institute of Directors Association  
- Financial Advisor, Investment Banking Club,  
Association of Thai Securities Companies 2015  
- Anti-Corruption the Practical Guide (ACPG) Class 53/2020,  
Thai Institute of Directors Association  
- Director Certification Program Class 298/2020,  
Thai Institute of Directors Association  
- Corruption Risk & Control: Technical Update (CRC) Class 7/2020,  
Thai Institute of Directors Association





- Risk Management Program for Corporate Leaders (RCL)  
Class 21/2020, Thai Institute of Directors Association

Current Position  
in the Company

Executive Director

Years of Directorship

17 years (2006 – present)

Meeting Attendance

6 attendances of 6 meetings of the Board of Directors

Number of Shares  
held in the Company as  
at 31 December 2022

-None-

Current Position in Other  
Organizations

• Listed Companies

2011 - present

Member of the Audit Committee

Allianz Ayudhya Insurance Public Company Limited

• Non-listed companies

Apr 2007 - present

Director

Eastern Star Laisun New World Ltd.

2006 - present

Executive Director

Eastern Star Resort Company Limited

2006 - present

Director

Super Assets Company Limited

2004 – present

Manager of Accounting – Finance Division

BBTV Equity Co., Ltd.

2010 - present

Member of the Audit Committee

Krungsri Asset Management Company Limited.

• Other organizations that  
may cause any conflict of  
interests to the Company

Director

Super Assets Company Limited

which runs a business regarding real  
estate

Manager of Accounting – Finance Division

BBTV Equity Co., Ltd.,

which runs a business regarding office  
building rental and holds shares in  
various companies

Holding of Shares in Other Companies That Have or Might Have the Same Conditions or  
Competes or Might Compete with the Company's Business

• Listed Companies

None

• Non-listed Companies

None

**Additional information to consider the election of Independent Director**

- Family Relationship with Executive Management or Major shareholder of Company or Subsidiaries -None-
- Relationship with the Company / Subsidiaries / Associated companies or juristic persons that may cause any conflict of interest at present : -None-
- Significant business relationship that may restrain a performance independently. : -None-

**Enclosure 3**

*(supporting documents for the consideration of Agenda 5)*

**Eastern Star Real Estate Public Company Limited****Name list and profiles of the persons be nominated to elect as directors  
in place of the Directors who will retire by rotation****3. Mr. Phaiboon Wongjongjaiharn**

Type of nominated director	Director
Age	58 years
Nationality	Thai
Education	Bachelor of Engineering, Industrial Electrical Technology (Honours) King Mongkut's University of Technology North Bangkok Electrical Engineer Qualification, The Engineering Institute of Thailand under H.M. The King's Patronage Professional Power Engineer, Council of Engineers Associate Telecommunication Electrical Engineer, Council of Engineers
Training Program	- Director Accreditation Program (DAP) Class 66/2007 - Building Energy Conservation (The Department of Alternative Energy Development and Efficiency under The Ministry of Energy) Class 18/1996 - Building Electrical Design and Installation Standard Code For Energy Conservation (The Department of Alternative Energy Development and Efficiency under The Ministry of Energy) Class 1/1997 - Person Responsible for Energy in Building (The Department of Alternative Energy Development and Efficiency under The Ministry of Energy) Class 1/2003
Current Position in the Company	Director
Years of Directorship	16 years (2007 – present)
Meeting Attendance in the year 2021	6 attendances of 6 meetings of the Board of Directors
Number of Shares held in the Company as at 31 December 2022	-None-

Current Position in Other Organizations

• Listed companies	None	
• Non-listed companies	2007 – present	Director Eastern Star Laisun New World Ltd.
	2003 - present	Executive Director Eastern Star Resort Company Limited
	2018 – present	Executive Director BBTV Equity Co., Ltd.
• Other organizations that may cause any conflict of interests to the Company	None	

Holding of Shares in Other Companies That Have or Might Have the Same Conditions or Competes or Might Compete with the Company's Business

- Listed Companies None
- Non-listed Companies None

**Definition of Independent Directors**

(Definition of Independent Directors of the Company is equal to the minimal requirements of the Office of the Securities and Exchange Commission and the Stock Exchange of Thailand.)

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1. Holding not more than 1 percent of the total number of shares with the voting rights of the Company, parent company, subsidiaries, associated companies, major shareholders, or controlling persons of the Company. In this case, for the purpose of calculation, the number of shares held by the related person of each member of the Audit Committee shall also be included.
2. Neither being a director who takes part or used to take part in management, nor being or used to be an employee, staff, an advisor who receives regular salary, nor the controlling person of the Company, parent company, subsidiaries, associated companies, major shareholders or the controlling person of the Company, unless such director has resigned from such position for at least two years.
3. Not being a blood-related person nor legally related as father, mother, spouse, brother, sister and children, including being the spouse of the children of other directors, executives, major shareholders, controlling persons or the persons who will be nominated as the director, executive or controlling person of the Company or subsidiaries.
4. Neither having, nor used to have any business relationship with the Company, parent company, subsidiaries, associated companies, major shareholders, or controlling persons of the Company in the manner that may obstruct the exercise of independent judgment as a member of the Audit Committee. Moreover, a member of the Audit Committee must neither being, nor used to be a key shareholder or controlling person of the entities having business relationship with the Company, parent company, subsidiaries, associated companies, major shareholders, or the controlling persons of the Company, unless such director has resigned from such position for at least two years.
5. Neither being, nor used to be the auditor of the Company, parent company, subsidiaries, associated companies, major shareholders, controlling persons of the Company, nor being a key shareholder, controlling person or partner of the audit office having the auditor providing auditing service to the Company, parent company, subsidiaries, associated companies, major shareholders, or the controlling persons of the Company, as a member, unless such director has resigned from such position for at least two years.
6. Neither being, nor used to be a provider of any professional services including the legal advisory or financial advisory services that received fees in the amount of more than Baht 2 million per year from the Company, parent company, subsidiaries, associated companies, major shareholders, or controlling persons of the Company, nor being shareholder, the controlling person, or partner of such professional services provider, unless such director has resigned from such position for at least two years.
7. Not being a director who has been appointed as a representative of the Company, major shareholders or shareholders relating to major shareholders.
8. Neither operating the business having the same nature which significantly competes with the business of Company or its subsidiaries, nor being a significant partner or a director who involves in the management, nor being an employee, staff, a member, and a consultant who receives regular salary, or holds more than 1 percent of the total number of shares with the voting rights of a company that operates the business having the same nature and significantly competes with the businesses of the Company or its subsidiaries.
9. Having no other conditions that may obstruct the independent expression of comment on the Company's operation.

**Enclosure 5***(supporting documents for the consideration of Agenda 6)*

**Eastern Star Real Estate Public Company Limited**  
**Remuneration Amount paid to the Board of Directors of the Company**  
**in comparison with year 2022 and 2023**

Names		Position	Remuneration (Baht)	
			2022	2023
1	Mr.Anand Panyarachun	Chairman of the Board	1,440,000	1,440,000
2	Mr.Pongpinit Tejagupta* <sup>1</sup>	Vice Chairman of the Board and Chairman of the Executive Committee	720,000	840,000
3	Mr.Preecha Oonchitti* <sup>2</sup>	Chairman of Audit Committee and member of Nomination and Remuneration Committee	800,000	-
4	Mrs.Sunanta Tiasuwan* <sup>3</sup>	Chairman of Audit Committee and member of Nomination and Remuneration Committee	960,000	960,000
5	Mr. Jessada Promjart* <sup>4</sup>	Chairman of Nomination and Remuneration Committee and Audit Committee	850,000	960,000
6	Mr.Paiboon Wongjongjaiharn	Director	600,000	600,000
7	Mr.Chatchawin Charoen-Rajapark* <sup>5</sup>	Director	720,000	600,000
8	Mr.Tinnawat Mahatharadol	Executive Director	720,000	720,000
9	Mr.Titiwut Soukpornchaikul	Executive Director	720,000	720,000
10	Mr.Nuttawit Boonyawat	Executive Director	720,000	720,000
11	Mr.Torsak Lertsrisakulrat	Managing Director	-	-
12	Mrs.Wanna Thamsirisup* <sup>6</sup>	Audit Committee and Nomination and Remuneration Committee	70,000	840,000
<b>Total</b>			<b>8,320,000</b>	<b>8,400,000</b>

Remarks: \*<sup>1</sup> Mr. Pongpinit Tejagupta was appointed Chairman of the Executive Committee on 18 June 2021.

\*<sup>2</sup> Mr. Preecha Oonchitti remained in the position of Independent Director, Chairman of the Audit Committee and Nomination and Remuneration Director until 20 October 2021.

\*<sup>3</sup> Mrs. Sunanta Tiasuwan remained in the position of Chairman of the Nomination and Remuneration Committee until 30 November 2021 and was appointed Chairman of the Audit Committee effective as of 1 December 2021.

\*<sup>4</sup> Mr. Jessada Promjart was appointed Chairman of the Nomination and Remuneration Committee effective as of 1 December 2021.

\*<sup>5</sup> Mr. Chatchawin Charoen-Rajapark remained in the position of Chairman of the Executive Committee until 17 June 2021.

\*<sup>6</sup> Mrs. Wanna Thamsirisup was appointed Independent Director, Audit Director and Nomination and Remuneration Committee effective as of 1 December 2021.

### **Details of Monetary Remunerations for the Board of Directors in 2022**

<b>Name</b>	<b>Board of Directors (Baht)</b>	<b>Audit Committee (Baht)</b>	<b>Executive Committee (Baht)</b>	<b>Nomination and Remuneration Committee (Baht)</b>	<b>Total Remuneration (Baht)</b>
1. Mr. Anand Panyarachun	1,440,000	-	-	-	1,440,000
2. Mr. Pongpinit Tejagupta	600,000	-	240,000	-	840,000
3. Mrs. Sunanta Tiasuwan	600,000	240,000	-	120,000	960,000
4. Mr. Jessada Promjart	600,000	120,000	-	240,000	960,000
5. Mr. Chatchawin Charoen-Rajapark	600,000	-	-	-	600,000
6. Mr. Titiwut Soukpornchaikul	600,000	-	120,000	-	720,000
7. Mr. Tinnawat Mahatharadol	600,000	-	120,000	-	720,000
8. Mr. Nuttawit Boonyawat	600,000	-	120,000	-	720,000
9. Mr. Paiboon Wongjongjaiharn	600,000	-	-	-	600,000
10. Mr. Torsak Lertsrisakulrat	-	-	-	-	-
11. Mrs. Wanna Thamsirisup	600,000	120,000	-	120,000	840,000
<b>Total</b>					<b>8,400,000</b>

Other Director Remuneration: None.

**Articles of association of Eastern Star Real Estate Public Company Limited  
related the Ordinary General Meeting of Shareholders No. 1/2023**

**Chapter 4 Board of Directors**

**Clause 13** The Board of Directors of the Company shall consist of not more than 12 directors, and not less than half of the number of directors shall have residence in the Kingdom.

The director is entitled to receive the remuneration from the Company in the forms of money reward, meeting allowance, pension, bonus, or other forms of benefits in accordance with the Articles of Association or the consideration of the shareholders' meeting which the remuneration may be either determined as a fixed sum or laid down as a criterion, and shall be determined from time to time or continuously effective until further change. In addition, the directors have the rights to receive allowance, and other welfare benefits in accordance with the Company's regulations.

The foregoing paragraph shall not prejudice the rights of the Company's officers or employees elected to become directors to entitle them to receive the remuneration and benefits as the officers or employees of the Company.

**Clause 14** The Board of Directors shall be elected by the Shareholders' Meeting subject to the following rules and procedures:

14.1 Each shareholder shall have one vote for each share held by him.

14.2 In the election of directors, the shareholders may cast votes for individual director on a one-by-one basis or on several-directors-as-a-team basis or by any other means deemed appropriate by the shareholders. In each voting, the shareholders must cast all the votes he has under sub-clause 14.1 above, the votes shall not be split for any one or any team more or less.

14.3 The voting for election of directors shall be decided by a majority vote. In the case of a tie, the chairman of the meeting shall be entitled to a casting vote.

**Clause 15** At any Annual Shareholders' Meeting, one-third of the directors, or, if the number is not a multiple of three, then the number nearest to one-third, must retire from offices. A retiring director under this clause is eligible for re-election.

The directors to retire in the first and second years following the registration of transformation into public company shall be determined by drawing lots. In subsequent years, the directors who hold office the longest term shall retire.

**Clause 16** Apart from retiring from the office by rotation, the directors shall be relieved from office upon:-

- (1) death;
- (2) resignation;
- (3) disqualification or being prohibited under the laws on public company;
- (4) resolution of the Shareholders' Meeting to remove under Clause 19; and
- (5) By the Court's order.



**Clause 20** A director may or may not be a shareholder of the Company.

**Clause 27** The directors are prohibited from engaging in businesses, become partnerships or shareholders of other juristic persons which carry on the same type of businesses and are competing with the businesses of the Company, unless they have first informed of such matter to the shareholders' meeting before being elected as directors.

### **Chapter 5 Shareholders' Meeting**

**Clause 32** The Board of Directors shall hold the Shareholders' Meeting as an Annual General Meeting within four months from the end of the accounting year of the Company.

Other Shareholders' Meetings than as mentioned above shall be called "Extraordinary Meetings". The Board of Directors may call Extraordinary Meetings whenever it thinks fit. Or the shareholders holding aggregate shares amounting to not less than 20% of the total issued shares, or the shareholders of not less than 25 persons holding aggregate shares amounting to not less than 10% of the total issued shares, may at any time sign up in a written request to the Board of Directors to summon a Shareholders' Meeting as an Extraordinary Meeting; provided that the reason for calling the meeting must be clearly specified in such a request. The Board of Directors shall hold the Shareholders' Meeting within one month from the date of having received the shareholders' request.

**Clause 33** The Chairman of the Board or the director designated by him shall specify date, time, and place for a Shareholders' Meeting, which place of the meeting may be located in other area than the location where the head office of the Company is situated or the nearby provinces.

**Clause 34** In calling a Shareholders' Meeting, the Board of Directors shall prepare a notice of the meeting stating place, date, time, agenda and matters to be proposed to the meeting, together with the details as appropriate whereby it must be clearly stated whether they are the matters proposed for acknowledgment, for approval or for consideration as the case may be, and the opinions of the Board of Directors in such matters must also be provided. The notice shall be sent to the shareholders and the Registrar for information, not less than seven days before the date of the meeting, and shall be published in the newspapers for a period of three consecutive days and not less than three days before the date of the meeting.

**Clause 35** At the Shareholders' Meeting, the quorum shall consist of the shareholders and the proxies (if any) attending the meeting not less than 25 persons or not less than a half of the total number of the shareholders and whose aggregate shares amounting to not less than one-third of the total issued shares.

In case it appears that at any Shareholders' Meeting, when the appointed time passes for one hour, the number of shareholders attending the meeting cannot form the quorum as provided, the meeting, if summoned upon the request of the shareholders, shall be cancelled. If the Shareholders' Meeting has not been summoned upon the request of the shareholders, another meeting shall be summoned and the notice of such meeting shall be sent to the shareholders

not less than seven days before the date of the meeting. And at such subsequent meeting, no quorum shall be required.

**Clause 36** At the Shareholders' Meeting, a shareholder may appoint another person as his/her proxy to attend and vote on his/her behalf. The instrument appointing a proxy shall be dated and signed by the appointing shareholder and be pursuant to the form as prescribed by the Registrar.

The instrument appointing a proxy must be deposited with the Chairman of the Board or the director designated by him at the place of the meeting before the proxy attends the meeting.

**Clause 37** The Chairman of the Board shall act as the chairman of the Shareholders' Meeting. In the case of the Chairman of the Board being absent or unable to perform his duty, if there is a Vice Chairman, the Vice Chairman shall then act as the chairman of the meeting; and if there is no Vice Chairman or he could not perform his duty, the shareholders attending thereat shall elect one shareholder among themselves as the chairman of the meeting.

**Clause 38** The resolutions of the shareholders' meeting shall be the following votes:-

- (1) In normal cases, the votes of the majority of the shareholders who attend the meeting and cast their votes shall prevail. In the case of a tie, the chairman of the meeting shall have an additional vote as a casting vote:
- (2) In the following cases, the votes of not less than 75% of the total number of votes of the shareholders who attend the meeting and cast their votes shall prevail:
  - (a) The sale or transfer of the essential part of the business of the Company to other person, either in whole or in part;
  - (b) The purchase or taking transfer of the business of other company or private company;
  - (c) The performance, amendment or termination of agreement relating to the granting of lease of the essential part of the business of the Company, either in whole or in part;
  - (d) The entrustment of other person to manage the business of the Company;
  - (e) The merger of the business with other person for the purpose of sharing profit and loss;
  - (f) The addition to or amendment of the Memorandum of Association or the Articles of Association;
  - (g) The increase or the reduction of the Company's capital, or the issue of debentures;
  - (h) The amalgamation and dissolution of the Company;

**Clause 39** At the Annual General Meeting, the following matters shall be carried out:-

- (1) To consider the report of the Board of Directors as proposed to the meeting showing the result of the Company's performance during the previous fiscal year.
- (2) To consider and approve the Balance Sheet and the Profit and Loss Accounts.

- (3) To consider the apportionment of the profits.
- (4) To consider the election of directors in place of those who must retire at the expiry of their terms.
- (5) To appoint auditor(s) and fixing the remuneration.
- (6) Other businesses.

## **Chapter 6 Accounting, Finance, Auditing**

**Clause 40** The accounting year of the Company shall commence and end on the 1st of January and 31st of December respectively.

**Clause 41** The Company shall arrange for the preparation and maintenance of the accounts, including the auditing of the accounts under the relevant laws. The Company shall also prepare the Balance Sheet and the Profit and Loss Accounts at least once in twelve-month period, which is the accounting year of the Company.

**Clause 42** The Board of Directors shall arrange for the preparation of the Balance Sheet and the Profit and Loss Accounts at the end of the accounting year of the Company to be submitted to the Shareholders at the Annual General Meeting for approval. In this regard, the Board of Directors must arrange for the auditors to complete the audit of such Balance Sheet and the Profit and Loss Accounts before submission to the Shareholders' Meeting.

**Clause 43** The Board of Directors shall send the following documents to the shareholders together with the notice of the Annual General Meeting:-

- (1) Copy of the Balance Sheet and the Profit and Loss Accounts already audited by the auditor(s), together with the Audit Report of the auditor(s),
- (2) Annual Report of the Board of Directors.

**Clause 44** No dividend shall be made out of other money than from the profits. In case the Company has an accumulated loss, no dividend shall be distributed.

The dividends shall be distributed in accordance with the number of shares, in equal amount for each share.

The Board of Directors may distribute interim dividends to the shareholders periodically when it considers that the Company has sufficient profits to do as such, and it shall report the same to the subsequent Shareholders' Meeting.

The payment of dividends shall be made within one month from the date the Shareholders' Meeting or the Board of Directors has resolved, as the case may be. In this regard, it is required to send a written notice to the shareholders and publish the notice of the payment of dividends in the newspaper.

**Clause 45** The Company must allocate a portion of the annual net profit as reserve fund in the amount of not less than 5% of the annual net profit less the accumulated loss carried forwards (if any), until this reserve fund shall reach the amount of not less than 10% of the registered capital.

**Clause 46** The auditor must not be director, officer, employee, or person holding any position in the Company.

**Clause 47** The auditor shall be empowered to audit the accounts, documents and other evidences relating to the income and expense, including the assets and liabilities of the Company during the Company working hours. In this regard, he/she shall have the authority to inquire the directors, officers, employees, persons holding any position in the Company, and representatives of the Company, including to request said persons to give an explanation or send documents relating to the business operations of the Company.

**Clause 48** The auditor shall have the duty to attend at every Shareholders' Meeting which is held to consider the Balance Sheet, Profit and Loss Accounts, and problems relating to the accounting of the Company, in order to explain the auditing of the accounts to the shareholders. The Company is required to also send to the auditor(s) the report and documents of the Company which the shareholders should receive in such Shareholders' Meeting.

## Information of Directors who are proposed to the shareholders for proxy

### 1. Mrs. Sunanta Tiasuwan

#### Independent Director Chairman of Audit Committee and Nomination and Remuneration Committee



Age	72 years
Nationality	Thai
Address	28 Soi Bangna-Trad 28, Bangna-Trad Road, Kwaeng Bangna, Khet Bangna, Bangkok Metropolis 10260
Education	Ordinary National Diploma in Business Studies and Administration University of Westminster (U.K.)
Training Program	Director Certification Program (DCP) (Class 22/2002) Capital Market Academy Leader Program (Class of 11)
Current Position in the Company	Independent Director Chairman of Audit Committee Nomination and Remuneration Committee
Current Position in Other Organizations	1993 – Present    Director Pranda Jewelry Public Company Limited
And Work Experience (in the past 5 years)	1991 – Present    Director Forward Freeland Company Limited 2012 – Present    Independent Director and Audit Committee Asian Sea Corporation Public Company Limited 2004 - Present    Director Bridge View Co., Ltd.
Position of Director / Management in other organizations that may cause any conflict of interests to the Company	-None-

Having interested agenda	Agenda 6	To consider the fixing of the remuneration to the Board of Directors for the year 2023.
*Special Interest in any agenda	-None-	

**Information of Directors who are proposed to the shareholders for proxy**

**2. Mrs. Wanna Thamsirisup**

**Independent Director Audit Committee and  
Nomination and Remuneration Committee**



Age	66 years
Nationality	Thai
Address	148/24 Soi Sukhumvit 22, Kwaeng Klongtoey, Khet Klongtoey, Bangkok Metropolis
Education	Bachelor of Accountancy, Thammasat University Diploma in Auditing, Thammasat University Certified Public Accountant, Federation of Accounting Professions
Training Program	<ul style="list-style-type: none"> <li>-Top Executive Training Program by the Association of Finance Companies, Thammasat University</li> <li>-Director Accreditation Program (DAP) Class 71/2008</li> <li>-Director Certification Program (DCP) Class 102/2008</li> <li>-Role of the Chairman Program (RCP) Class 24/2010</li> <li>-Financial Institutions Governance Program (FGP) Class 3/2011</li> <li>-Risk Management Committee Program (RMP) Class 1/2013</li> <li>-Corporate Governance for Capital Market Intermediaries (CGI) Class 8/2015</li> <li>-Driving Company Success with IT Governance (ITG) Class 2/2016</li> <li>-Advance Audit Committee Program (AACP) Class 28/2018</li> <li>-Boards that Make a Difference (BMD) Class 9/2019</li> <li>- Ethical Leadership Program (ELP)Class 22/2021</li> <li>-Audit Committee Seminar-Get ready for the year end by SET &amp; SEC Class 11/2015</li> <li>-BOD meeting by SEC-Promote culture &amp; governance Class 10/2019</li> <li>-Personal Data Protection Act-PDPA by PWC,Deloitte 2019-2021</li> <li>-TFR 9 by Thammasart University ,2019</li> <li>-Forensic Accounting , 2021</li> <li>- Ethical Leadership Program 22/2021</li> </ul>

	- Forensic Accounting ,2021 - Corporate Governance Program CIC fit insurance - 2022 - Subsidiary Governance Program (SGP) 2022	
Current Position in the Company	Independent Director Audit Committee Nomination and Remuneration Committee	
Current Position in Other Organizations And Work Experience (in the past 5 years)	2017-Present	Independent Director and Chairman of the Audit Committee Allianz Ayudhya Assurance Public Company Limited
	2011-Present	Independent Director and Chairman of the Audit Committee Krungsri Securities Public Company Limited
	2017-Present	Independent Director and Chairman of the Audit Committee Krungsri Asset Management Co., Ltd.
	2018-Present	Audit Committee (Independent) National ITMX Co., Ltd.
	2019-2021	Independent Director and Chairman of the Audit Committee Allianz Ayudhya Capital Public Company Limited
	2022- Present	Director Aetna Health Insurance (THAILAND) Public Company Limited
Position of Director / Management in other organizations that may cause any conflict of interests to the Company	-None-	



### Information of Directors who are proposed to the shareholders for proxy

#### 3. Mr. Jessada Promjart

**Independent Director and Audit Committee and  
Chairman of Nomination and Remuneration Committee**



Age	61 years
Nationality	Thai
Address	69/41 Moo 1 Talat Khwan Subdistrict Mueang Nonthaburi District Nonthaburi Province 11000
Education	Bachelor of Accountancy Thammasat University Master of Accountancy Thammasat University
Current Position in the Company	Independent Director Audit Committee and Chairman of Nomination and Remuneration Committee
Current Position in Other Organizations And Work Experience (in the past 5 years)	<div>2019-Present Director and Audit Committee Chairman AMR Asia Co., Ltd.</div> <div>2019-Present Capital Market Competitiveness Development Subcommittee The Office of Securities and Exchange Commission</div> <div>2018-Present Director and Executive Director of YSS (Thailand) Co., Ltd.</div> <div>2017-Present Audit Committee Chulabhorn Royal Academy</div> <div>2016-Present Director and Audit Committee, Expressway Authority of Thailand</div> <div>2015-Present Director and Audit Committee, Government Savings Bank</div>
Position of Director / Management in other organizations that may cause any conflict of interests to the Company	-None-

Having interested agenda	Agenda 5	To consider the election of the directors in place of those retiring by rotation.
*Special Interest in any agenda	Agenda 6	To consider the fixing of the remuneration to the Board of Directors for the year 2023.
	-None-	

Stamp  
Duty 20.- Baht

PROXY FORM

Enclosure 8  
Form A

Made at \_\_\_\_\_

Date \_\_\_\_\_

(1) I/We \_\_\_\_\_ Nationality \_\_\_\_\_  
Residing at No. \_\_\_\_\_ Road \_\_\_\_\_ Sub-district \_\_\_\_\_  
District \_\_\_\_\_ Province \_\_\_\_\_ Postal Code \_\_\_\_\_

(2) As a shareholder of **Eastern Star Real Estate Public Company Limited**,  
holding a total number of \_\_\_\_\_ shares, and entitled to vote in the number of \_\_\_\_\_ votes as follows:  
Ordinary shares of \_\_\_\_\_ shares, entitled to vote in the number of \_\_\_\_\_ votes  
Preference shares of \_\_\_\_\_ shares, entitled to vote in the number of \_\_\_\_\_ votes

(3) Hereby grant

(1) \_\_\_\_\_ age \_\_\_\_\_ years  
Residing at No. \_\_\_\_\_ Road \_\_\_\_\_ Sub-district \_\_\_\_\_  
District \_\_\_\_\_ Province \_\_\_\_\_ Postal Code \_\_\_\_\_ or  
(2) \_\_\_\_\_ age \_\_\_\_\_ years  
Residing at No. \_\_\_\_\_ Road \_\_\_\_\_ Sub-district \_\_\_\_\_  
District \_\_\_\_\_ Province \_\_\_\_\_ Postal Code \_\_\_\_\_ or  
(3) \_\_\_\_\_ age \_\_\_\_\_ years  
Residing at No. \_\_\_\_\_ Road \_\_\_\_\_ Sub-district \_\_\_\_\_  
District \_\_\_\_\_ Province \_\_\_\_\_ Postal Code \_\_\_\_\_

only anyone person as my/our proxy to attend and vote on my/our behalf at the Ordinary General Meeting of Shareholders No. 1/2023, to be held on 25 April 2023, at 14.00 hrs., at the office of the Company, No. 898 Ploenchit Tower, 5th Floor, Ploenchit Road, Lumpini Sub-district, Patumwan District, Bangkok Metropolis, by meeting via electronic media (E-AGM), or at any adjournment thereof to any other date, time and venue.

Any act(s) undertaken by the proxy at such meeting shall be deemed as my(our) own act(s) in every respect.

Signed \_\_\_\_\_ Grantor  
(\_\_\_\_\_)

Signed \_\_\_\_\_ Proxy  
(\_\_\_\_\_)

Signed \_\_\_\_\_ Proxy  
(\_\_\_\_\_)

Signed \_\_\_\_\_ Proxy  
(\_\_\_\_\_)

Remarks

A shareholder shall grant only one proxy to attend and vote on his/her behalf at the meeting, and cannot divide his/her shares for several proxies to vote separately.

Duty Stamp 20.- Baht

## Proxy Form

Written at \_\_\_\_\_

Date \_\_\_\_\_ Month \_\_\_\_\_ Year \_\_\_\_\_

(1) I/We \_\_\_\_\_ Nationality \_\_\_\_\_

Residing at No. \_\_\_\_\_ Road \_\_\_\_\_ Sub-district \_\_\_\_\_

District \_\_\_\_\_ Province \_\_\_\_\_ Postal Code \_\_\_\_\_

(2) as a shareholder of **Eastern Star Real Estate Public Company Limited**,holding a total number of \_\_\_\_\_ shares and having voting rights equivalent to \_\_\_\_\_ vote(s),  
as follows:☐ Ordinary share \_\_\_\_\_ share(s) having voting rights equivalent to \_\_\_\_\_ vote(s)☐ Preferred share \_\_\_\_\_ share(s) having voting rights equivalent to \_\_\_\_\_ vote(s)

(3) hereby authorize either one of the following persons

☐ (1) \_\_\_\_\_ Age \_\_\_\_\_ Years

Residing at No. \_\_\_\_\_ Road \_\_\_\_\_ Subdistrict \_\_\_\_\_

District \_\_\_\_\_ Province \_\_\_\_\_ Postal code \_\_\_\_\_ or

☐ (2) Mrs. ~~Sunanta Tiasuwan~~, Independent Director and Chairman of the Audit Committee, age 72 yearsResiding at No. 28 Soi Bangna-Trad 28, Bangna-Trad Road, Kwaeng Bangna, Khet Bangna,  
Bangkok Metropolis or☐ (3) Mrs. ~~Wanna Thamsirisun~~, Independent Director and Audit Committee Member, age 66 years

Residing at No. 148/13 Soi Sukhumvit 22, Kwaeng Klongtoey, Khet Klongtoey, Bangkok Metropolis or

☐ (4) Mr. ~~Jessada Promjart~~, Independent Director and Audit Committee Member, age 61 years

Residing at No. 69/41 Moo 1, Tambon Taladkwan, Amphur Muangnonthaburi, Nonthaburi Province

**only anyone person** as my/our proxy to attend and vote in the Annual General Meeting of Shareholders No. 1/2023 to be held on 25 April 2023, at 14.00 hrs., at the office of the Company, No. 898 Ploenchit Tower, 5th Floor, Ploenchit Road, Lumpini Sub-district, Patumwan District, Bangkok Metropolis, by meeting via electronic media (E-AGM), or at any adjournment thereof to any other date, time and venue.

(4) I/ We hereby authorize the proxy to vote on my/our behalf at this meeting as follows:

**Agenda 1 To adopt the Minutes of Ordinary General Meeting of Shareholders of the Company No.1/2022**☐ (a) The proxy holder shall be entitled to consider and vote in lieu of me in all respects as deemed appropriate.☐ (b) The proxy holder shall vote in accordance with my/our intention as follows:☐ Approve ☐ Disapprove ☐ Abstain**Agenda 2 To acknowledge the performance results of the Board of Directors for the previous year and the Annual Report for the year 2022.**

**Agenda 3 To consider and approve the Statements of Financial Position and the Statements of Comprehensive Income of the Company for the fiscal year ended 31 December 2022.**

- ☐ (a) The proxy holder shall be entitled to consider and vote in lieu of me in all respects as deemed appropriate.
- ☐ (b) The proxy holder shall vote in accordance with my/our intention as follows:
- ☐ Approve ☐ Disapprove ☐ Abstain

**Agenda 4 To consider and approve the appropriation of profits and the non-payment of dividends for the performance results of the fiscal year 2022.**

- ☐ (a) The proxy holder shall be entitled to consider and vote in lieu of me in all respects as deemed appropriate.
- ☐ (b) The proxy holder shall vote in accordance with my/our intention as follows:
- ☐ Approve ☐ Disapprove ☐ Abstain

**Agenda 5 To consider the election of the directors in place of those retiring by rotation.**

- ☐ (a) The proxy holder shall be entitled to consider and vote in lieu of me in all respects as deemed appropriate.
- ☐ (b) The proxy holder shall vote in accordance with my/our intention as follows:
- ☐ Election of all directors.
- ☐ Approve ☐ Disapprove ☐ Abstain
- ☐ Election of each director.
- (1) Director's Name : Mr. Jessada Promjart
- ☐ Approve ☐ Disapprove ☐ Abstain
- (2) Director's Name : Mr. Titiwut Soukpornchaiul
- ☐ Approve ☐ Disapprove ☐ Abstain
- (3) Director's Name : Mr. Paiboon Wongjongsaiham
- ☐ Approve ☐ Disapprove ☐ Abstain

**Agenda 6 To consider the fixing of the remuneration to the Board of Directors for the year 2023.**

- ☐ (a) The proxy holder shall be entitled to consider and vote in lieu of me in all respects as deemed appropriate.
- ☐ (b) The proxy holder shall vote in accordance with my/our intention as follows:
- ☐ Approve ☐ Disapprove ☐ Abstain

**Agenda 7 To consider the appointment of the auditors of the Company for the fiscal year 2023 and fixing of the remuneration.**

- ☐ (a) The proxy holder shall be entitled to consider and vote in lieu of me in all respects as deemed appropriate.
- ☐ (b) The proxy holder shall vote in accordance with my/our intention as follows:
- ☐ Approve ☐ Disapprove ☐ Abstain

(5) Voting of the proxy holder in any agenda that is not specified in this proxy form shall be considered as invalid and not my/our voting as a shareholder.

(6) In the case that I/we have not declared a voting intention in any agenda or my/our determination is not clearly specified or that the meeting considers or ratifies resolutions in any matters apart from the agendas specified above, in addition to any amendment, modification or addition of any facts, the proxy holder shall have the right to consider and vote on behalf of myself as he/she sees appropriate.

Any act(s) undertaken by the proxy holder at such meeting except the proxy holder does not vote as I/we specify in the proxy form shall be deemed as my/our own act(s) in every respects.

Signed \_\_\_\_\_ Grantor  
( \_\_\_\_\_ )

Signed \_\_\_\_\_ Proxy  
( \_\_\_\_\_ )

Signed \_\_\_\_\_ Proxy  
( \_\_\_\_\_ )

Signed \_\_\_\_\_ Proxy  
( \_\_\_\_\_ )

Note:

1. A Shareholder shall appoint only one proxy to attend and vote at the meeting. A shareholder may not split shares for any more than one proxy in order to split votes.
2. In agenda for election of director(s) can vote to elect all directors or each director.
3. In the case that there is any other agenda(s) to consider other than the specified agendas mentioned above, the proxy may use the Annex to the Proxy Form B.

### Annex to the Proxy Form B.

Grant of proxy as a shareholder of Eastern Star Real Estate Public Company Limited

At the Ordinary General Meeting of Shareholders of the Company No. 1/2023 to be held on 25 April 2023, at 14.00 hrs., at the office of the Company, No. 898 Ploenchit Tower, 5th Floor, Ploenchit Road, Lumpini Sub-district, Patumwan District, Bangkok Metropolis, by meeting via electronic media (E-AGM), or at any adjournment thereof to any other date, time and venue.

- ☐ Agenda\_\_\_\_\_Subject\_\_\_\_\_
- ☐ (a) The proxy holder shall be entitled to consider and vote in lieu of me in all respects as deemed appropriate.
- ☐ (b) The proxy holder shall vote in accordance with my intention as follows:  
☐ Approve      ☐ Disapprove      ☐ Abstain
- ☐ Agenda\_\_\_\_\_Subject\_\_\_\_\_
- ☐ (a) The proxy holder shall be entitled to consider and vote in lieu of me in all respects as deemed appropriate.
- ☐ (b) The proxy holder shall vote in accordance with my intention as follows:  
☐ Approve      ☐ Disapprove      ☐ Abstain
- ☐ Agenda\_\_\_\_\_Subject\_\_\_\_\_
- ☐ (a) The proxy holder shall be entitled to consider and vote in lieu of me in all respects as deemed appropriate.
- ☐ (b) The proxy holder shall vote in accordance with my intention as follows:  
☐ Approve      ☐ Disapprove      ☐ Abstain
- ☐ Agenda\_\_\_\_\_Subject\_\_\_\_\_
- ☐ (a) The proxy holder shall be entitled to consider and vote in lieu of me in all respects as deemed appropriate.
- ☐ (b) The proxy holder shall vote in accordance with my intention as follows:  
☐ Approve      ☐ Disapprove      ☐ Abstain
- ☐ Agenda\_\_\_\_\_Subject\_\_\_\_\_
- ☐ (a) The proxy holder shall be entitled to consider and vote in lieu of me in all respects as deemed appropriate.
- ☐ (b) The proxy holder shall vote in accordance with my intention as follows:  
☐ Approve      ☐ Disapprove      ☐ Abstain

☐ Agenda \_\_\_\_\_ Subject Election of directors (continue)

Director's Name: \_\_\_\_\_  
☐ Approve      ☐ Disapprove      ☐ Abstain

Director's Name: \_\_\_\_\_  
☐ Approve      ☐ Disapprove      ☐ Abstain

Director's Name: \_\_\_\_\_  
☐ Approve      ☐ Disapprove      ☐ Abstain

Director's Name: \_\_\_\_\_  
☐ Approve      ☐ Disapprove      ☐ Abstain

Director's Name: \_\_\_\_\_  
☐ Approve      ☐ Disapprove      ☐ Abstain

Director's Name: \_\_\_\_\_  
☐ Approve      ☐ Disapprove      ☐ Abstain

Director's Name: \_\_\_\_\_  
☐ Approve      ☐ Disapprove      ☐ Abstain

Director's Name: \_\_\_\_\_  
☐ Approve      ☐ Disapprove      ☐ Abstain

Director's Name: \_\_\_\_\_  
☐ Approve      ☐ Disapprove      ☐ Abstain

Director's Name: \_\_\_\_\_  
☐ Approve      ☐ Disapprove      ☐ Abstain

Director's Name: \_\_\_\_\_  
☐ Approve      ☐ Disapprove      ☐ Abstain

Director's Name: \_\_\_\_\_  
☐ Approve      ☐ Disapprove      ☐ Abstain

Director's Name: \_\_\_\_\_  
☐ Approve      ☐ Disapprove      ☐ Abstain

Director's Name: \_\_\_\_\_  
☐ Approve      ☐ Disapprove      ☐ Abstain

Director's Name: \_\_\_\_\_  
☐ Approve      ☐ Disapprove      ☐ Abstain



สำหรับกรณีผู้ถือหุ้นเป็นผู้ลงทุนต่างประเทศและแต่งตั้งให้คัสโตเดียนในประเทศไทยเป็นผู้รับฝากและดูแลหุ้น  
For foreign shareholders who have custodians in Thailand only.

Enclosure 8

เอกสารแนบปี 20.- บาท

หนังสือมอบฉันทะ  
(PROXY FORM)

แบบ ค. (Form C)

เขียนที่ \_\_\_\_\_  
Made at

วันที่ \_\_\_\_\_  
Date

(1) ข้าพเจ้า \_\_\_\_\_ สัญชาติ \_\_\_\_\_  
I (We), \_\_\_\_\_ Nationality

สำนักงานตั้งอยู่เลขที่ \_\_\_\_\_  
having the registered address at No.

ในฐานะผู้ประกอบธุรกิจเป็นผู้รับฝากและดูแลหุ้น (Custodian) ให้กับ \_\_\_\_\_  
as being the custodian of

ซึ่งเป็นผู้ถือหุ้นของบริษัท อีสเทอร์น สตาร์ เรียล เอสเตท จำกัด (มหาชน)

being a shareholder of Eastern Star Real Estate Public Company Limited,

โดยถือหุ้นจำนวนทั้งสิ้นรวม \_\_\_\_\_ หุ้น และออกเสียงลงคะแนนได้เท่ากับ \_\_\_\_\_ เสียง  
ดังนี้

holding a total number of \_\_\_\_\_ shares, and entitled to vote in the number of \_\_\_\_\_ votes as follows:

☐ หุ้นสามัญ \_\_\_\_\_ หุ้น ออกเสียงลงคะแนนได้เท่ากับ \_\_\_\_\_ เสียง  
Ordinary shares of \_\_\_\_\_ shares, entitled to vote in the number of \_\_\_\_\_ votes

☐ หุ้นบุริมสิทธิ \_\_\_\_\_ หุ้น ออกเสียงลงคะแนนได้เท่ากับ \_\_\_\_\_ เสียง  
Preference shares of \_\_\_\_\_ shares, entitled to vote in the number of \_\_\_\_\_ votes

(2) ขอมอบฉันทะให้

Hereby grant

☐ \_\_\_\_\_ อายุ \_\_\_\_\_ ปี  
age years

อยู่บ้านเลขที่ \_\_\_\_\_ ถนน \_\_\_\_\_ ตำบล/แขวง \_\_\_\_\_  
Residing at No. \_\_\_\_\_ Road \_\_\_\_\_ Sub-district \_\_\_\_\_  
อำเภอ/เขต \_\_\_\_\_ จังหวัด \_\_\_\_\_ รหัสไปรษณีย์ \_\_\_\_\_  
District \_\_\_\_\_ Province \_\_\_\_\_ Postal Code \_\_\_\_\_

หรือ ☐ นางสุนันทา เตียสุวรรณ กรรมการอิสระและประธานกรรมการตรวจสอบ อายุ 72 ปี  
or Mrs. Sunanta Tiasuwan, Independent Director and Chairman of the Audit Committee, age 72 years

อยู่บ้านเลขที่ 28 ซอยบางนา-ตราด 28 ถนนบางนา-ตราด แขวงบางนา เขตบางนา กรุงเทพมหานคร  
Residing at No. 28 Soi Bangna-Trad 28, Bangna-Trad Road, Kwaeng Bangna, Khet Bangna, Bangkok Metropolis.

หรือ ☐ นางวรรณ ธรรมศิริทรัพย์ กรรมการอิสระและกรรมการตรวจสอบ อายุ 66 ปี  
or Mrs. Wanna Thamsirisup, Independent Director and Audit Committee, age 66 years

อยู่บ้านเลขที่ 148/24 ซอยสุขุมวิท 22 แขวงคลองเตย เขตคลองเตย กรุงเทพมหานคร  
Residing at No. 148/24 Soi Sukhumvit 22, Kwaeng Klongtoey, Khet Klongtoey, Bangkok Metropolis.

หรือ ☐ นายเจษฎา พรหมจาด กรรมการอิสระและกรรมการตรวจสอบ อายุ 61 ปี  
or Mr. Jessada Promjart, Independent Director and Audit Committee, age 61 years

อยู่บ้านเลขที่ 69/41 หมู่ที่ 1 ตำบลตลาดขวัญ อำเภอเมืองนนทบุรี จังหวัดนนทบุรี  
Residing at No. 69/41 Moo 1, Tambol Taladkwan, Amphur Muangnonthaburi, Nonthaburi Province.

คนหนึ่งคนใดเพียงคนเดียวเป็นผู้แทนของข้าพเจ้าเพื่อเข้าร่วมประชุมและออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมสามัญผู้ถือหุ้นครั้งที่ 1/2566 ในวันที่ 25 เมษายน 2566 เวลา 14.00 น. ณ สำนักงานของบริษัท เลขที่ 898 อาคารเพลนิจิตทาวเวอร์ ชั้นที่ 5 ถนนเพลนิจิต แขวงลุมพินี เขตปทุมวัน กรุงเทพมหานคร โดยเป็นการประชุมผ่านสื่ออิเล็กทรอนิกส์ (E-AGM) หรือที่จะพึงเลื่อนไปในวัน เวลา และสถานที่อื่นด้วย

**only anyone person** as my (our) proxy to attend and vote on my (our) behalf at the Ordinary General Meeting of Shareholders No. 1/2023, to be held on 25 April 2023, at 14.00 hrs., at the office of the Company, No. 898 Ploenchit Tower, 5th Floor, Ploenchit Road, Lumpini Sub-district, Patumwan District, Bangkok Metropolis, by meeting via electronic media (E-AGM), or at any adjournment thereof to any other date, time and venue.

(3) ข้าพเจ้าขอมอบฉันทะให้ผู้รับมอบฉันทะเข้าร่วมประชุมและออกเสียงลงคะแนนในครั้งนี้ ดังนี้

I (we) hereby grant my (our) proxy to attend and vote at this occasion as follows:

☐ มอบฉันทะตามจำนวนหุ้นทั้งหมดที่ถือและมีสิทธิออกเสียงลงคะแนนได้

Grant proxy the total amount of shares holding and entitled to votes.

☐ มอบฉันทะบางส่วนคือ

Grant partial shares of

☐ หุ้นสามัญ \_\_\_\_\_ หุ้น และมีสิทธิออกเสียงลงคะแนนได้ \_\_\_\_\_ เสียง  
Ordinary shares shares, and entitled to vote in the number of votes

☐ หุ้นบุริมสิทธิ \_\_\_\_\_ หุ้น และมีสิทธิออกเสียงลงคะแนนได้ \_\_\_\_\_ เสียง  
Preference shares shares, and entitled to vote in the number of votes

รวมสิทธิออกเสียงลงคะแนนได้ทั้งหมด \_\_\_\_\_ เสียง

The total entitled number of votes accounts for \_\_\_\_\_ votes

(4) ข้าพเจ้าขอมอบฉันทะให้ผู้รับมอบฉันทะออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมครั้งนี้ ดังนี้

I (we) hereby grant my (our) proxy to vote at this Meeting as follows:

☐ วาระที่ 1. พิจารณารับรองรายงานการประชุมสามัญผู้ถือหุ้นของบริษัทครั้งที่ 1/2565

Agenda 1. To adopt the Minutes of Ordinary General Meeting of Shareholders of the Company No. 1/2023.

☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(a) My (our) proxy can consider and vote on behalf of me (us) as he/she may think fit in all respects.

☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(b) My (our) proxy shall vote in accordance with my (our) intention as follows:

☐ เห็นด้วย

Approve

☐ ไม่เห็นด้วย

Disapprove

☐ งดออกเสียง

Abstain

☐ วาระที่ 2. พิจารณารับทราบผลการดำเนินงานของคณะกรรมการในรอบปีที่ผ่านมาและรายงานประจำปี 2565

Agenda 2. To Acknowledge the performance results of the Board of Directors for the previous year and the Annual Report for the year 2022.

☐ วาระที่ 3. พิจารณานุมัติงบแสดงฐานะการเงินและงบกำไรขาดทุนเบ็ดเสร็จของบริษัทประจำปีสิ้นสุด

วันที่ 31 ธันวาคม 2565

Agenda 3. To consider and approve the Statements of Financial Position and the Statements of Comprehensive Income of the Company for the fiscal year ended 31 December 2022.

☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(a) My (our) proxy can consider and vote on behalf of me (us) as he/she may think fit in all respects.

☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(b) My (our) proxy shall vote in accordance with my (our) intention as follows:

☐ เห็นด้วย

Approve

☐ ไม่เห็นด้วย

Disapprove

☐ งดออกเสียง

Abstain

☐ วาระที่ 4. พิจารณานุมัติการจัดสรรเงินกำไรและการจ่ายเงินปันผลสำหรับผลการดำเนินงานประจำปี 2565  
Agenda 4. To consider and approve the appropriation of profits and the non-payment of dividends for the performance results of the fiscal year 2022

- ☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร  
(a) My (our) proxy can consider and vote on behalf of me (us) as he/she may think fit in all respects.
- ☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้  
(b) My (our) proxy shall vote in accordance with my (our) intention as follows:
- |                                   |                                      |                                     |
|-----------------------------------|--------------------------------------|-------------------------------------|
| <input type="checkbox"/> เห็นด้วย | <input type="checkbox"/> ไม่เห็นด้วย | <input type="checkbox"/> งดออกเสียง |
| Approve                           | Disapprove                           | Abstain                             |

☐ วาระที่ 5 พิจารณาเลือกตั้งกรรมการแทนกรรมการที่ต้องออกจากตำแหน่งตามกำหนดวาระ  
Agenda 5. To consider the election of the directors in place of those retiring by rotation.

- ☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร  
(a) My (our) proxy can consider and vote on behalf of me (us) as he/she may think fit in all respects.
- ☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้  
(b) My (our) proxy shall vote in accordance with my (our) intention as follows:
- ☐ การเลือกตั้งกรรมการทั้งชุด  
Election of all directors.
- |                                   |                                      |                                     |
|-----------------------------------|--------------------------------------|-------------------------------------|
| <input type="checkbox"/> เห็นด้วย | <input type="checkbox"/> ไม่เห็นด้วย | <input type="checkbox"/> งดออกเสียง |
| Approve                           | Disapprove                           | Abstain                             |
- ☐ การเลือกตั้งกรรมการเป็นรายบุคคล  
Election of each director.
- (1) ชื่อกรรมการ : นายเจษฎา พรหมจาด  
Director's Name : Mr. Jessada Promjart
- |                                   |                                      |                                     |
|-----------------------------------|--------------------------------------|-------------------------------------|
| <input type="checkbox"/> เห็นด้วย | <input type="checkbox"/> ไม่เห็นด้วย | <input type="checkbox"/> งดออกเสียง |
| Approve                           | Disapprove                           | Abstain                             |
- (2) ชื่อกรรมการ : นายฐิติวุฒิ สุขพรชัยกุล  
Director's Name : Mr. Titiwut Soukpornchaikul
- |                                   |                                      |                                     |
|-----------------------------------|--------------------------------------|-------------------------------------|
| <input type="checkbox"/> เห็นด้วย | <input type="checkbox"/> ไม่เห็นด้วย | <input type="checkbox"/> งดออกเสียง |
| Approve                           | Disapprove                           | Abstain                             |
- (3) ชื่อกรรมการ : นายไพบูลย์ วงศ์จใจหาญ  
Director's Name : Mr. Paiboon Wongjongjaiharn
- |                                   |                                      |                                     |
|-----------------------------------|--------------------------------------|-------------------------------------|
| <input type="checkbox"/> เห็นด้วย | <input type="checkbox"/> ไม่เห็นด้วย | <input type="checkbox"/> งดออกเสียง |
| Approve                           | Disapprove                           | Abstain                             |

☐ วาระที่ 6. พิจารณากำหนดค่าตอบแทนให้แก่คณะกรรมการประจำปี 2566  
Agenda 6. To consider the fixing of the remuneration to the Board of Directors for the year 2023.

- ☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร  
(a) My (our) proxy can consider and vote on behalf of me (us) as he/she may think fit in all respects.
- ☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้  
(b) My (our) proxy shall vote in accordance with my (our) intention as follows:
- |                                   |                                      |                                     |
|-----------------------------------|--------------------------------------|-------------------------------------|
| <input type="checkbox"/> เห็นด้วย | <input type="checkbox"/> ไม่เห็นด้วย | <input type="checkbox"/> งดออกเสียง |
| Approve                           | Disapprove                           | Abstain                             |

☐ วาระที่ 7. พิจารณาแต่งตั้งผู้สอบบัญชีของบริษัทประจำปี 2566 และกำหนดค่าตอบแทน

Agenda 7. To consider the appointment of the auditors of the Company for the fiscal year 2023 and fixing of the remuneration.

- ☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร  
(a) My (our) proxy can consider and vote on behalf of me (us) as he/she may think fit in all respects.

- ☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้  
(b) My (our) proxy shall vote in accordance with my (our) intention as follows:  
☐ เห็นด้วย ☐ ไม่เห็นด้วย ☐ งดออกเสียง  
Approve Disapprove Abstain

(5) การลงคะแนนเสียงของผู้รับมอบฉันทะในวาระใดที่ไม่เป็นไปตามที่ระบุไว้ในหนังสือมอบฉันทะนี้ ให้ถือว่าการลงคะแนนเสียงนั้นไม่ถูกต้อง และไม่ถือเป็นการลงคะแนนเสียงของผู้ถือหุ้น

The vote of the proxy in any agenda which does not follow those specified in this proxy form, it shall be deemed that such vote is incorrect and it is not voted by the shareholder.

(6) ในกรณีที่ข้าพเจ้าไม่ระบุความประสงค์ในการออกเสียงลงคะแนนในวาระใดไว้ หรือระบุไว้ไม่ชัดเจน หรือในกรณีที่ประชุมมีการพิจารณาหรือลงมติในเรื่องใดนอกเหนือจากเรื่องที่ระบุไว้ข้างต้น รวมถึงกรณีที่มีการแก้ไขเปลี่ยนแปลงหรือเพิ่มเติมข้อเท็จจริงประการใด ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

In case I (we) do not specify or not clearly specify my (our) intention to vote in any agenda or in case the Meeting considers or votes in the matters other than the matters specified above, including there is the amendment or addition to any facts, the proxy can consider and vote on behalf of me (us) in all respects as he/she may think fit.

กิจการใดที่ผู้รับมอบฉันทะได้กระทำไปในการประชุม เว้นแต่กรณีที่ผู้รับมอบฉันทะไม่ออกเสียงตามที่ข้าพเจ้าระบุในหนังสือมอบฉันทะ ให้ถือเสมือนว่าข้าพเจ้าได้กระทำเองทุกประการ

Any act(s) undertaken by the proxy at such meeting, except in case the proxy does not vote as I (we) specified in this proxy, shall be deemed as my (our) own act(s) in every respect.

ลงชื่อ \_\_\_\_\_ ผู้มอบฉันทะ  
Signed ( \_\_\_\_\_ ) Grantor

ลงชื่อ \_\_\_\_\_ ผู้รับมอบฉันทะ  
Signed ( \_\_\_\_\_ ) Proxy

ลงชื่อ \_\_\_\_\_ ผู้รับมอบฉันทะ  
Signed ( \_\_\_\_\_ ) Proxy

ลงชื่อ \_\_\_\_\_ ผู้รับมอบฉันทะ  
Signed ( \_\_\_\_\_ ) Proxy

หมายเหตุ/Remarks

- หนังสือมอบฉันทะแบบ ค. นี้ใช้เฉพาะกรณีที่ผู้ถือหุ้นที่ปรากฏชื่อในทะเบียนเป็นผู้ลงทุนต่างประเทศและแต่งตั้งให้คัสโตเดียน (Custodian) ในประเทศไทยเป็นผู้รับฝากและดูแลหุ้นให้เท่านั้น  
The Proxy Form C. only use for shareholder whose names appearing in the foreign investors registration and he/she appointed a custodian in Thailand to be responsible for safeguarding shares only.
- หลักฐานที่ต้องแนบพร้อมกับหนังสือมอบฉันทะ คือ  
Documents and evidences to be enclosed with the proxy form are:  
(1) หนังสือมอบอำนาจจากผู้ถือหุ้นให้คัสโตเดียน (Custodian) เป็นผู้ดำเนินการลงนามในหนังสือมอบฉันทะแทน  
Power of attorney from the shareholders authorizes a custodian to sign the Proxy Form on behalf of the shareholder  
(2) หนังสือยืนยันว่าผู้ลงนามในหนังสือมอบฉันทะแทนได้รับอนุญาตประกอบธุรกิจ คัสโตเดียน (Custodian)  
Confirmation Letter to certify that the signer in the Proxy Form have a permit to act as a Custodian.
- ผู้ถือหุ้นที่มอบฉันทะจะต้องมอบฉันทะให้ผู้รับมอบฉันทะเพียงรายเดียวเป็นผู้เข้าประชุมและออกเสียงลงคะแนน ไม่สามารถแบ่งแยกจำนวนหุ้นให้ผู้รับมอบฉันทะหลายคนเพื่อแยกการลงคะแนนเสียงได้  
A shareholder shall grant only one proxy to attend and vote on his/her behalf at the meeting, and cannot divide his/her shares for several proxies to vote separately.
- วาระเลือกตั้งกรรมการสามารถเลือกตั้งกรรมการทั้งชุดหรือเลือกตั้งกรรมการเป็นรายบุคคล  
In agenda for election of director(s) can vote to elect all directors or each director.
- ในกรณีที่มิวาระที่จะพิจารณาในการประชุมมากกว่าวาระที่ระบุไว้ข้างต้น ผู้มอบฉันทะสามารถระบุเพิ่มเติมได้ในใบปะจ่าต่อแบบหนังสือมอบฉันทะแบบ ค. ตามแนบ  
In case there are more agendas for consideration at the meeting than the agendas specified above, the grantor of the proxy could additionally specify in the Annex to the Proxy Form C as attached.

ใบประจำต่อแบบหนังสือมอบฉันทะแบบ ค.

Annex to the Proxy Form C.

การมอบฉันทะในฐานะเป็นผู้ถือหุ้นของบริษัท อีสเทอร์น สตาร์ เรียล เอสเตท จำกัด (มหาชน)

Grant of proxy as a shareholder of Eastern Star Real Estate Public Company Limited

ในการประชุมสามัญผู้ถือหุ้นครั้งที่ 1/2566 ในวันที่ 25 เมษายน 2566 เวลา 14.00 น. ณ สำนักงานของบริษัท เลขที่ 898 อาคารเพลินจิตทาวเวอร์ ชั้นที่ 5 ถนนเพลินจิต แขวงลุมพินี เขตปทุมวัน กรุงเทพมหานคร โดยเป็นการประชุมผ่านสื่ออิเล็กทรอนิกส์ (E-AGM) หรือที่จะพึงเลื่อนไปในวัน เวลา และสถานที่อื่นด้วย

At the Ordinary General Meeting of Shareholders No. 1/2023, to be held on 25 April 2023, at 14.00 hrs., at the office of the Company, No. 898 Ploenchit Tower, 5th Floor, Ploenchit Road, Lumpini Sub-district, Patumwan District, Bangkok Metropolis, by meeting via electronic media (E-AGM), or at any adjournment thereof to any other date, time and venue.

<input type="checkbox"/> วาระที่ _____	เรื่อง _____
Agenda	Subject
<input type="checkbox"/> (ก)	ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a)	My (our) proxy can consider and vote on behalf of me (us) as he/she may think fit in all respects.
<input type="checkbox"/> (ข)	ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b)	My (our) proxy shall vote in accordance with my (our) intention as follows:
<input type="checkbox"/>	เห็นด้วย\Approve
<input type="checkbox"/>	ไม่เห็นด้วย\Disapprove
<input type="checkbox"/>	งดออกเสียง\Abstain

<input type="checkbox"/> วาระที่ _____	เรื่อง _____
Agenda	Subject
<input type="checkbox"/> (ก)	ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a)	My (our) proxy can consider and vote on behalf of me (us) as he/she may think fit in all respects.
<input type="checkbox"/> (ข)	ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b)	My (our) proxy shall vote in accordance with my (our) intention as follows:
<input type="checkbox"/>	เห็นด้วย\Approve
<input type="checkbox"/>	ไม่เห็นด้วย\Disapprove
<input type="checkbox"/>	งดออกเสียง\Abstain

<input type="checkbox"/> วาระที่ _____	เรื่อง _____
Agenda	Subject
<input type="checkbox"/> (ก)	ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a)	My (our) proxy can consider and vote on behalf of me (us) as he/she may think fit in all respects.
<input type="checkbox"/> (ข)	ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b)	My (our) proxy shall vote in accordance with my (our) intention as follows:
<input type="checkbox"/>	เห็นด้วย\Approve
<input type="checkbox"/>	ไม่เห็นด้วย\Disapprove
<input type="checkbox"/>	งดออกเสียง\Abstain

<input type="checkbox"/> วาระที่ _____	เรื่องเลือกตั้งกรรมการ (ต่อ)
Agenda	Subject Election of directors (continue).
ชื่อกรรมการ (Director's Name): _____	
<input type="checkbox"/>	เห็นด้วย\Approve
<input type="checkbox"/>	ไม่เห็นด้วย\Disapprove
<input type="checkbox"/>	งดออกเสียง\Abstain
ชื่อกรรมการ (Director's Name): _____	
<input type="checkbox"/>	เห็นด้วย\Approve
<input type="checkbox"/>	ไม่เห็นด้วย\Disapprove
<input type="checkbox"/>	งดออกเสียง\Abstain
ชื่อกรรมการ (Director's Name): _____	
<input type="checkbox"/>	เห็นด้วย\Approve
<input type="checkbox"/>	ไม่เห็นด้วย\Disapprove
<input type="checkbox"/>	งดออกเสียง\Abstain
ชื่อกรรมการ (Director's Name): _____	
<input type="checkbox"/>	เห็นด้วย\Approve
<input type="checkbox"/>	ไม่เห็นด้วย\Disapprove
<input type="checkbox"/>	งดออกเสียง\Abstain

## **Enclosure 9**

### **Rules for attending the shareholders' meeting via electronic media (E-AGM) and Proxy**

Shareholders or proxies who wish to attend the meeting must submit documents proving their identity as specified to the Company within 20 April 2023, at 12.00 hrs. The Company shall verify the list of shareholders according to the closing information of the shareholders' register book who have the right to attend the meeting wholly and correctly. After that, the electronic conferencing service provider will send a Link to attend the meeting and the user manual to the Email you have sent to inform the Company. The Link will be sent 2 days in advance of the meeting date.

#### **Requesting to attend the meeting via electronic media**

Shareholders wishing to attend the meeting via electronic media must notify their intention to attend the meeting in two ways as follows:

1. Submit your request to attend the meeting by sending information via Email or postal mail.

**If shareholders wish to notify their intention to attend the meeting via electronic media (E-AGM) by sending information via Email or postal:**

1. Please fill in the document requesting to attend the meeting via electronic media (E-AGM) (Enclosure 10) by specifying your Email and your mobile phone number clearly for registering for the meeting.
2. Attach a copy of proof of identity to confirm the right to attend the E-AGM meeting.

#### **2.1 Shareholders who are natural persons:**

- If a shareholder wishes to attend the meeting in person via E-Meeting:
  - Attach a copy of a valid government-issued identification document such as an ID card, government ID card, driver's license, or passport. In case of name-surname changes, shareholders are requested to attach supporting evidence.

- If a shareholder appoints another person to attend the meeting on his/her behalf via E-Meeting:
  - The Proxy Form C (attached with the invitation letter) is filled in all information signed by the proxy grantor and the proxy correctly and entirely together with duty stamp affixed;
  - A copy of the proxy grantor's identity document, such as an ID card, a government official ID card, passport (In the case of foreigners) that has not expired and signed certifying the true copy of the proxy.
  - A copy of the proxy's identity document, such as an ID card, a government official an ID card, passport (In the case of foreigners) that have not expired and signed certifying the true copy of the proxy.

## 2.2 Shareholders who are juristic persons:

- If the person authorized to sign on behalf of the juristic person (director) wishes to attend the meeting in person via electronic media (E-Meeting)
  - A copy of the shareholder's juristic person registration certificate issued no later than one year before the date of the shareholders' meeting, which is duly certified by the juristic person representative (director) authorized to sign on behalf of the juristic person.
  - A copy of the identity document of the representative of the juristic person (director), such as an ID card, a government official ID card, passport (In the case of foreigners) that has not expired and signed to certify the true copy.
- If the proxy is assigned to attend the meeting instead via electronic media (E-Meeting)
  - The Proxy Form C (attached with the invitation letter) is filled in all information signed by the proxy grantor and the proxy correctly and entirely together with duty stamp affixed;

- A copy of the shareholder's juristic person registration certificate issued no later than one year before the date of the shareholders' meeting, which is duly certified by the juristic person representative (director) authorized to sign on behalf of the juristic person.
- A copy of the identity document of the representative of the juristic person (director), such as an ID card, a government official ID card, passport (In the case of foreigners) that has not expired and signed to certify the true copy.
- Copy of the identity document of the proxy as in the case of natural persons as mentioned above.

Suppose the documents or evidence mentioned above are not Thai or English versions. In that case, the shareholders must present an English translation of the document signed to certify the translation by the shareholder or by an authorized signatory to bind that juristic person (in the case of a juristic person).

3. Submit the documents requesting to attend the meeting via electronic media (item 1) and proof of identity together with supporting documents (item 2) by sending to the Company within 20 April 2023, at 12.00 hrs
  - Email channel : [company\\_secretary@estarpcl.com](mailto:company_secretary@estarpcl.com) or
  - Postal channels: Miss Chonticha Pansmai, Company Secretary at Eastern Star Real Estate Public Company Limited No.898 Ploenchit Tower, 5th Floor, Ploenchit Road, Lumpini, Pathumwan, Bangkok, 10330

#### **Electronic Meeting Attendance (E-AGM):**

1. Once the shareholders or proxies wish to attend the meeting and have been fully verified, you will receive an Email from the meeting organizer, a link for attending the meeting, and a system's user manual two days before the meeting date. Please study the manual on



how to use the E-AGM meeting system in detail. If you haven't received the Email within the 28 April 2022, please get in touch with the Company immediately.

2. Meeting attendance and voting via electronic media can be used with computers/notebooks/tablets and mobile phones via Web Browser: Chrome with 4 G internet speed or home internet basic.

Note: In case of meeting via tablet and mobile phone, Zoom Cloud Meeting program must be installed before attending the meeting, which can be downloaded as follows:

IOS system	Android system
	
<a href="https://apps.apple.com/th/app/zoom-cloud-meetings/id546505307">https://apps.apple.com/th/app/zoom-cloud-meetings/id546505307</a>	<a href="https://play.google.com/store/apps/details?id=us.zoom.videomeetings">https://play.google.com/store/apps/details?id=us.zoom.videomeetings</a>

3. The system will open for meetings 60 minutes before the start of the meeting. However, the live broadcast will only start at the time of the meeting.
4. To log in, attendees must use the information of the shareholder registration number and the shareholder's ID card number.
5. Voting through the E-Voting system, you will be able to vote for each agenda only by voting for agreeing, disagreeing, or abstaining. In case of not voting in any agenda, the

system will be deemed to vote as agree immediately (using the vote-counting method by pouring votes towards agreeing).

6. If attendees have any problems or problems in using the E-AGM system, you can contact OJ International Co., Ltd. at the phone number specified in the Email that sends you the system's user manual.

**\*\*\* This E-AGM meeting will be an electronic meeting only and will not be held in a conventional meeting venue; therefore, shareholders are requested not to come to the Company. \*\*\***

**If a shareholder wishes to appoint an independent director as a proxy:**

Suppose any shareholders cannot attend the E-AGM meeting in person or cannot appoint other proxies to attend the E-AGM meeting and wish to appoint an independent director as a proxy. In this regard, they can send a proxy form B (Enclosure 8) specifying the proxy as one of the independent directors as specified by the Company along with supporting documents to the Company by the date within the date 20 April 2023 via the following channels:

- Email channel : [company\\_secretary@estarpcl.com](mailto:company_secretary@estarpcl.com) or
- Postal channels: Miss Chonticha Pansmai, Company Secretary at Eastern Star Real Estate Public Company Limited No.898 Ploenchit Tower, 5th Floor, Ploenchit Road, Lumpini, Pathumwan, Bangkok, 10330

Note: If the shareholders specify their votes in each agenda, the independent directors will cast their votes as specified in the proxy form. In which the voting in each agenda, shareholders have the right to vote in agreeing, disagreeing, or abstaining only and cannot divide a partial vote (unless it is a Custodian vote).

In the case of a shareholder who is a foreign investor and appoints a custodian in Thailand to be a stock depository and keeper:

Please submit the following information:

1. The Proxy Form C (attached with the invitation letter) is filled in all information signed by the proxy grantor and the proxy correctly and entirely together with a 20-baht duty stamp affixed;
2. Custodian juristic person registration certificate (Custodian) with a signature certifying true copy by the authorized signatory on behalf of the juristic person of the Custodian or the attorney with the corporate seal (if any).
3. A power of attorney from the shareholders for the Custodian to be authorized to sign the proxy form;
4. A letter confirming that the person signing the proxy form is authorized to operate a custodian business;
5. Copy of ID card, or a copy of government official ID card, or copy of passport (In the case of foreigners) of the proxy with certified the true copy;
6. Submit information via the following channels:
  - Email channel : [company\\_secretary@estarpcl.com](mailto:company_secretary@estarpcl.com) or
  - Postal channels: Miss Chonticha Pansmai, Company Secretary at Eastern Star Real Estate Public Company Limited No.898 Ploenchit Tower, 5th Floor, Ploenchit Road, Lumpini, Pathumwan, Bangkok, 10330

Submitting advice or questions related to business, industry, Company performance, or related to any agenda which will be considered at the E-AGM meeting:

If shareholders wish to submit suggestions or questions, they can be done in two ways as follows:

1. Send advice or questions in advance to the Company before the meeting date through the following channels:
  - Email channel : [company\\_secretary@estarpcl.com](mailto:company_secretary@estarpcl.com) or
  - Postal channels: Miss Chonticha Pansmai, Company Secretary at Eastern Star Real Estate Public Company Limited No.898 Ploenchit Tower, 5th Floor, Ploenchit Road, Lumpini, Pathumwan, Bangkok, 10330
2. Submit advice or questions during the meeting to those attending the E-AGM meeting. The attendee must specify his/her first and last name and state whether his/her is a shareholder attending the meeting himself/herself or a proxy. Before every suggestion or question is submitted, the Company has opened channels for sending advice and questions during the meeting as follows:
  - Chat channel for text messages;
  - An audio chat channel where attendees press the raising hand button and turn on the microphone on their device after the operator sends you an invitation to chat. Please turn off the microphone after the conversation is finished every time (For more details, please refer to the user manual sent to the attendees' Emails).

In this regard, if shareholders have questions about the meeting, they can contact the following staff:

1. Regarding submitting documents confirming identity to attend the shareholders' meeting via E-Meeting, please contact the Company Secretary for further information via the Company's contact channels as detailed above.
2. Regarding the process of attending the meeting and voting via E-Meeting, in the case of correct and complete identity verification, please contact OJ International Co., Ltd. at the phone number specified in the Email that sends you the system's user manual.

## Registration Form for the Electronic Annual General Meeting of Shareholders (E-AGM)

## EASTERN STAR REAL ESTATE PUBLIC COMPANY LIMITED

วันที่.....เดือน.....พ.ศ.....

Date Month Year

(1) ข้าพเจ้า.....หมายเลขบัตรประจำตัวประชาชน/หนังสือเดินทาง.....

I/We, Identification Card/Passport number

สัญชาติ.....บ้านเลขที่.....ถนน.....ตำบล/แขวง.....

Nationality Residing at No. Road Sub district

อำเภอ/เขต.....จังหวัด.....รหัสไปรษณีย์.....

District Province Postal Code

(2) เป็นผู้ถือหุ้นของ บริษัท อีสเทอร์น สตาร์ รีล เอสเตท จำกัด (มหาชน)

Being a shareholder of EASTERN STAR REAL ESTATE PUBLIC COMPANY

โดยถือหุ้นรวมทั้งสิ้น.....หุ้น

Holding the total amount of shares

ประสงค์จะร่วมประชุมและลงคะแนนผ่านสื่ออิเล็กทรอนิกส์สำหรับการประชุมสามัญผู้ถือหุ้นประจำปี 2566

I would like to participate the E-AGM for Annual General Meeting 2023

☐ เข้าร่วมประชุมด้วยตนเอง

Self-Attending

☐ มอบฉันทะให้ (นาย/นาง/นางสาว).....ได้เข้าร่วมประชุมดังกล่าวข้างต้น

Proxy to

attend the meeting.

(3) ข้อมูลในการจัดส่งวิธีการเข้าร่วมประชุม

Please send the Link to join the meeting by below email

อีเมล.....(โปรดระบุ)

E-mail Please fill in the blank

โทรศัพท์มือถือ.....(โปรดระบุ)

Mobile Number

Please fill in the blank

(4) จัดส่งเอกสารเพื่อยืนยันตัวตน ตามสิ่งที่ส่งมาด้วย 9 วิธีการเข้าร่วมประชุม ภายในวันที่ 20 เมษายน 2566

Please submit the required document per an attachment 9 by 20 April 2023

(5) เมื่อได้รับการยืนยันตัวตน บริษัทจะจัดส่ง Link สำหรับการเข้าร่วมประชุมและวิธีการเข้าร่วมประชุมไปยังอีเมลที่ท่านได้ระบุ

Once you have verified, the company will send the Link to join the meeting via email.]

(6) ในวันประชุมผู้ถือหุ้นจะต้องเตรียม เลขบัญชีผู้ถือหุ้น และเลขบัตรประชาชนไว้ สำหรับการเข้าร่วมประชุม

Please prepare your Account Number and your Identification Card Number for log in the meeting.

ลงชื่อ/ Signed.....ผู้ถือหุ้น/ Shareholder

(.....)

**Making Enquiry in Advance Form for the Electronic Annual General Meeting  
of Shareholders (E-AGM)**

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

I/WE..... Nationality..... Residing at House No. ....

Road..... Sub-district..... District.....

Province..... Postal Code..... e-mail .....

Contact number.....Shareholder's Register No. ....

being a shareholder of Eastern Star Real Estate Public Company Limited, holding.....shares

Interest information (if any).....

.....

Making Inquiry

1) .....

.....

.....

2) .....

.....

.....

3) .....

.....

.....

Signed ..... Shareholder

(.....)

**Remark:**

Please send completely- filled Making Enquiry in Advance Form for the Electronic Annual General Meeting of Shareholders (E-AGM) to the company within **20 April 2023**, at **12.00 hrs.** through the following channels:

- By Email : company\_secretary@estarpcl.com or
- By Post : Miss Chonticha Pansmai, Company Secretary at Eastern Star Real Estate Public Company Limited  
No.898 Ploenchit Tower, 5th Floor, Ploenchit Road, Lumpini, Pathumwan, Bangkok, 10330

## Map of the venue of the Shareholders Meeting

Eastern Star Real Estate Public Company Limited  
No. 898 Ploenchit Tower, 5th Floor, Ploenchit Road, Lumpini Sub-district,  
Patumwan District, Bangkok Metropolis

**by meeting via electronic media (E-AGM)**



