

Invitation to the Shareholders for Ordinary General Meeting of
Shareholders of the Company No.1/2022

Eastern Star Real Estate Public Company Limited



Friday 29 April 2022 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/028/2022

21 March 2022

- Subject : Invitation to attend the Ordinary General Meeting of Shareholders of the Company No. 1/2022.
- 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. 1/2021.
 2. Annual Report for the fiscal year 2021, the Statements of Financial Position and the Statements of Comprehensive Income and the Auditor's Report as at 31 December 2021 (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 2021.
 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. 1/2022 is hereby called on 29 April 2022, 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. 1/2021.

Background Information: The Ordinary General Meeting of Shareholders of the Company No. 1/2021 was held on 17 June 2021, 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. 1/2021 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. 1/2021, which was held on 17 June 2021.

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 2021.

Background Information: The report of the performance results of the Board of Directors of the Company for the previous year 2021 appeared in the Annual Report for the fiscal year 2021 ([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 2021 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 2021.

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 2021, 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 2021 ([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 2021.

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 2021.

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 5% 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 2021, the Company has the net profits from its performance in the amount of 18,084,527.- Baht. And the single financial statements of the Company show the net profit from its performance in the amount of 31,584,600.- 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 1,600,000.- Baht and due to the Company is necessary to keep the cash flow to support any situation may occur from the outbreak of the Coronavirus Disease 2019, the Company therefore does not pay the dividends for the performance results of the fiscal year 2021 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
10 May 2019	27 May 2019	Cash Dividends	0.02	0.21	01 Jan 2018-31 Dec 2018	Net Profit
-		-	-	-	01 Jan 2019-31 Dec 2019	-
10 May 2021	26 May 2021	Interim Dividends	0.01	0.82	01 Jan 2020-31 Dec 2020	Net Profit

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 1,600,000 Baht and the non-payment of dividends for the performance results of the fiscal year 2021 to the Shareholders of the Company due to the Company is necessary to keep the cash flow to support any situation may occur from the outbreak of the Coronavirus Disease 2019.

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 four Directors who are required to retire from offices by rotation in this occasion, as follows:

- | | | |
|-------------------|------------------|--|
| 1. Mrs. Sunanta | Tiasuwan | Independent Director and Chairman of the Audit Committee |
| 2. Mrs. Wanna | Thamsirisup | Independent Director and Audit Committee |
| 3. Dr. Chatchawin | Charoen-Rajapark | Director |
| 4. Mr. Tinnawat | Mahatharadol | Director and Executive Committee |

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 Mrs.Sunanta Tiasuwan and Mrs.Wanna Thamsirisup, who shall be retired by rotation in this occasion, to their offices as Directors and Independent Directors of the Company for another period.
- (2) Re-election of Dr.Chatchawin Charoen-Rajapark and Mr.Tinnawat Mahatharadol, 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 2021 to 15 January 2022 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 Mrs.Sunanta Tiasuwan and Mrs.Wanna Thamsirisup, who shall be retired by rotation in this occasion, to their offices as Directors and Independent Directors of the Company for another period.
- (2) Re-election of Dr.Chatchawin Charoen-Rajapark and Mr.Tinnawat Mahatharadol, 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 2022.

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. 1/2021 held on 17 June 2021, it approved for the Company to pay the remuneration to the Board of Directors of the Company for the year 2021 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	2021	2020	2019
Amount approved by the Shareholders meeting (Baht)	9,500,000	9,500,000	9,500,000
Attendance Fees paid to Board of Directors (Baht)	8,320,000	7,175,000*	8,650,000

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%, 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 2022 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 2021.

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 2022 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 2022 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 2022 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 2022, 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	2
2. Ms. Pimjai Manitkajohnkit	4521	0
3. Ms. Sumana Punpongsanon	5872	0
4. Mr. Chayapol Suppasedtanon	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 1,335,000 Baht. the information of the payment of remuneration of the Auditors in the previous years are as follows:

Items	Year 2022	Year 2021	Year 2020
Audit Fee (Baht)	1,335,000	1,335,000	1,335,000
Increase (decrease) from the past year (Baht)	0	0	0
Equivalent to (%)	0	0	0

Items	Year 2021	Year 2020	Year 2019
Other Services Charges (VAT included) (Baht)	13,622	11,235	29,956
Increase (decrease) from the past year (Baht)	2,387	(18,721)	108
Equivalent to (%)	21.25	(62.49)	0.36

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 Ms. Pimjai Manitkajohnkit, Certified Public Accountant No. 4521, or Ms. Sumana Punpongsanon, Certified Public Accountant No. 5872, or Mr. Chayapol Suppasedtanon, Certified Public Accountant No. 3972 of EY Office Limited, as the Auditors of the Company for the fiscal year 2022, and fixing of the remuneration of the Auditors in the amount not exceeding 1,335,000 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 2022 in accordance with the criteria as specified by the Company on the website of SET and the Company from 15 October 2021 to 15 January 2022 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 2022.

The Ordinary General Meeting of Shareholders of the Company No. 1/2022 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 27 April 2022, 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. 1/2022, on 15 March 2022 (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 27 April 2022, at 12:00 hrs.

By resolution of the Board of Directors



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.

Eastern Star Real Estate Public Company Limited**Minutes to Annual General Meeting of Shareholders No. 1/2564****Time and Venue**

The meeting took place on 17 June 2021 at 2:00 p.m. at the Company's offices at 898, Ploenchit Tower, 5th Floor, Ploenchit Rd., Lumpini, Pathumwan, Bangkok. The meeting was held via electronic media. Intercontinental Hotel, Bangkok, Platinum Room 1, Lobby Floor, 973 Ploenchit Road, Lumpini Sub-district, Pathumwan District, Bangkok. The meeting was held via electronic media.

Meeting Commencement

Mr. Sakchai Wiruncheewa, the Company's legal consultant and secretary to the meeting, welcomed shareholders and explained to the meeting that, due to the COVID-19 pandemic, a dangerous communicable disease in Ministry of Public Health Notifications, and the new wave currently well-known to everyone, this meeting would be limited to electronic media only. Quidlab Co., Ltd., a service provider with a certificate for e-conference control systems in compliance with information security standards of conference control systems of the Electronic Transaction Development Office, was the manager of this meeting's system. The meeting was held via electronic media in compliance with legally prescribed criteria and methods for consistency with guidelines for cooperation requested by the Stock Exchange of Thailand and in compliance with Bangkok Metropolitan Administration Directive No. 25. Therefore, the Company apologized to everyone for the inconvenience from past reschedulings of this meeting.

Afterward, the meeting secretary informed the meeting that a total of 32 of the Company's shareholders were currently in attendance at the meeting via electronic media either in person or through a proxy to represent a total of 3,212,886,099 shares from the total of 5,022,246,185 shares, or 63.97% of total shares, which constitutes the meeting quorum in line with the Company's regulations.

The meeting secretary introduced the Company's directors in attendance via electronic media today as follows:

Directors in Attendance via Electronic Media

1. Mr. Anand	Panyarachun	Chairman and Independent Director
2. Mr. Pongpinit	Dechakup	Vice Chairman
3. Mr. Preecha	Oonchitti	Independent Director and Audit Committee Chairman
4. Mr. Jessada	Promjad	Independent Director and Audit Director
5. Mrs. Sunantha	Tiasuwan	Independent Director and Audit Director
6. Dr. Chachawin	Charoen-rajapark	Director and Board of Executives Chairman
7. Dr. Tosak	Lertsrisakulrat	Managing Director
8. Mr. Thitiwut	Sukhapornchaikul	Director and Executive Director
9. Mr. Nattawit	Bunyawat	Director and Executive Director
10. Mr. Tinnawat	Mahatharadol	Director and Executive Director
11. Mr. Paiboon	Wongchongchaihan	Director

The Company's board of directors is composed of 11 members. All attended the meeting via electronic media, accounting for 100% of attendance.

Furthermore, Mrs. Kingkan Assawarangsarit, the Company's auditor, also attended the meeting in person to help the board of directors provide explanations to shareholders.

The meeting's secretary explained the procedures for voting on each item on the agenda of today's general meeting of shareholders as follows:

1. In voting or passing resolutions on each agenda item, shareholders were instructed to cast their votes openly (see Example 1). In doing so, the meeting secretary would ask whether or not shareholders wanted to vote in approval or dissent of the agenda item or abstain and further asked the shareholders to make a mark in the ☐ Approval, ☐ Dissention or ☐ Abstention boxes via shareholders' screens (see Example 2) and click "Send" (see Example 3). After sending votes, shareholders received a message stating that the vote had been sent (see Example 4). Shareholders who did not vote at all were considered to have approved. If no shareholder voted in dissention or abstention, the meeting considered to have unanimously approved or agreed with the board of directors' proposal.

2. One vote cast by a shareholder is equal to one share held by that shareholder.

3. In counting the votes on each agenda item, dissention or abstention votes are counted and deducted from the total shares of shareholders present at the meeting and eligible to cast votes on each agenda item, while all remaining votes were considered as votes of approval.

4. The meeting chairman will assign the meeting secretary to inquire for resolutions from the meeting and announce the voting results to the meeting.

5. Shareholders can check the quorum and voting results by clicking the Voting Results menu (see Example 5).

Concerning methods for sending questions on each agenda item for this annual general meeting, shareholders can send questions on each agenda item only by typing the question in the chat window by clicking the Questions menu (see Example 6) and typing a question in the message box (see Example 7) before pressing "Enter" on the keyboard to send the question. When a question has been sent to the Company's staffers, the message will appear in the top window (see Example 8). Other shareholders, except for the Company's staffers will not be able to see the message. The board of directors will respond to questions by using this electronic meeting system. All shareholders can hear responses to questions.

When attending a meeting via electronic media, including when asking questions, responding to questions and voting, explanations on the procedures and details were provided for shareholders in the E-AGM system manual sent to the email addresses reported to the Company by shareholders. Any shareholder who encounters technical problems can call Quidlab Co., Ltd. staffers at 02-013-4322 or 080-008-7616 or the email address at info@quidlab.com.

The meeting secretary informed the meeting that the Company had made an announcement inviting shareholders to propose issues to be added as meeting agenda items and/or nominate individuals for election as directors in the annual general meeting of 2021 according to criteria specified by the Company via the Stock Exchange of Thailand website and the Company's website from 16 October 2020 to 15 January 2021 and no issues were proposed by the Company's shareholders.

The secretary invited Mr. Anand Panyarachun, the Chairman of the Board, to serve as the meeting chairman and give the opening announcement.

The chairman welcomed shareholders and declared to the meeting that a sufficient number of shareholders was present at the electronic meeting in person and by proxy to constitute a meeting quorum as required by the Company's regulations. The chairman then declared the Annual General Meeting of Shareholders No. 1/2564 of Eastern Star Real Estate Public Company Limited convened. Furthermore, 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: Ratification of the Minutes to Annual General Meeting of Shareholders No. 1/2563

The meeting secretary moved for the meeting to consider the minutes to Annual General Meeting of Shareholders No. 1/2563 on 30 July 2020, which the Company had sent to the shareholders along with the letters of invitation to the meeting.

Since no shareholder objected or requested any revision, the meeting secretary moved for the meeting to pass a resolution.

Resolution: After the meeting had deliberated on the matter, the meeting passed a resolution to ratify the accuracy of the minutes of Annual General Meeting of Shareholders No. 1/2563 with a majority of votes from shareholders present at the meeting who cast votes as follows:

Votes Cast	No. of Shareholders	No. of Votes Cast	Percentage
Approval	31	3,212,846,099	99.99
Dissention	1	40,000	0.01
Abstention	-	-	-
Bad Ballots	-	-	-
Total	32	3,212,846,099	100.00

Agenda 2: Consideration of Acknowledgement for Performance of the Board of Directors over the Past Year and the Annual Report of 2020

The meeting secretary invited Dr. Torsak Lertsrisakulrat, Managing Director, to report on the board of directors' performance to the meeting for consideration.

Dr. Torsak Lertsrisakulrat, as the representative of the board of directors, reported the Company's performance over the past year to the meeting. The Company's performance was divided into three parts consisting of sales, income and net profits earned by the Company in the following details:

- (1) The Company's real estate sales in 2020 accounted for 2,220 million baht, an increase of 37% compared to 3,037 million baht in 2019.
- (2) The Company's 2019 revenue from sales of real estate accounted for 2,680 million baht, an increase of 91% compared to 2019, which was at 1,400 million baht. The Company's revenue was from achieving business goals at a level and sale of some land without short-term project development plans in order to use money in current business operations, which was consistent with plans.
- (3) The Company's net profit in 2019 accounted for 192 million baht, an increase of 276% compared to 2019, which was at 51 million baht.

Concerning overview of projects in 2020, the Company had a total of eight projects valued at 8,125 million baht. In Bangkok, the Company had five projects with a total value of 6,599 million baht. In Rayong, the Company had three projects with a total value of 1,526 million baht. In Bangkok, two projects were closed and one new project was launched, namely the Quintara Phume Project. In Rayong, three projects were closed and one new project was launched, which was the Grand Velana Project.

In 2020, projects in Bangkok and Rayong were divided into the following levels: (1) upper market projects valued at 5 million baht and up; (2) mid-level market projects valued at 3-5 million baht; and (3) conservative markets valued at 3 million baht and lower. In the past year, the Company had two upper market projects consisting of the Estara Haven Phattanakan 20 Project, a town home project, and the Grand Velana Project in a golf course. In the mid-level market, which is the Company's main market, the Company had four projects consisting of the Quintara Tree House Sukhumvit 42 Project, the Quintara Arte Sukhumvit 52 Project, the Quintara Phume Sukhumvit 39 Project and the Velana Project. In the conservative market, the Company had two projects consisting of the Amber Project and the Breeze at Eastern Star Foresto Project.

When performance from the past four years was compared, real estate sales income can be seen to be at levels similar to 1,830 million baht in 2016 and 1,804 million baht in 2020. However, income from horizontal projects, including town homes and single homes, rose and diversified product options and distribute risks. In particular, during the COVID-19 crisis, horizontal markets received more interest and income from projects in Rayong increased from 6% to 18%.

Concerning work plans in 2021, positive factors consist of low interest, the beginning of vaccinations, which has increased likelihood of partial openings in the country, and post-COVID-19

behavioral changes may cause horizontal housing products to be in greater market demand. Rising challenges this year are from economic recession caused by COVID-19 with effects on purchasing power and decisions to purchase real estate among Thai and foreign customers, high household debt in the real estate sector, strict loan controls by financial institutions and strong price competition among almost every real estate developer to reduce inventory and boost business liquidity. The Company prioritizes strategies in the following areas in 2021. In the area of business, the Company is considering new project launches, depending on market conditions and thorough consideration of the situation, by focusing on customers who purchase housing to live in areas with capacity and project sizes that are not overly large along with depleting inventory to close projects and convert backlogs into income as much as possible in addition to managing cash flow by maintaining balance between income and control expenses for greater efficiency while also strengthening the business with one-stop purchase-sale-rent services. In the area of customers, the Company continually develops service standards in every step of service by using technology to facilitate interactive project visits by customers, enable instant inquiries and responses with sales employees. Customers are able to reserve units online. Moreover, the Company modified environments and developed safety services and other services in Eastern Star Park around the Eastern Star Golf Course in Ban Chang, Rayong. For example, the Company offers one-stop fitness services for customers in the project and ordinary people. In the area of internal management, the Company continually improves internal systems to enhance work efficiency, improve product and service quality, timely delivery in addition to improving knowledge and skills among the organization's personnel to meet constantly changing questions of the business and customer needs.

The Company also continued ongoing social activities such as annual support for UNICEF, modifications to community scenery around projects, disinfection unit donations to villagers, thermometer, face mask and alcohol gel donations to schools in project neighborhoods, etc. In addition, the Company has strict COVID-19 prevention measures to create safety for customers.

In 2021, the Company plans to launch new projects with a focus on areas with capacity in Rayong such as the Velana Amoda Project and in Bangkok such as the Quintara Ratchada 12 Project and the Quintara Phonimit Project. The Company will reevaluate according to the situation.

Whereas the Company announced the Company's intention to join the Thai Private Sector Collective Action Coalition Against Corruption, the Company prepared anti-corruption policies and measures as guidelines for the Company's business operations. In the past, the Company operated the business under the aforementioned policies and measures. On 31 March 2021, the Company submitted a self-assessment form to the CAC Certification Committee and was advised to make revisions and addition. The Company has made modifications and submitted revised documents to the CAC certification Committee. The Company is waiting to hear results and expects to know results in Quarter 4 of 2021.

Miss Supanee Assawasuwana, a shareholder, asked about market trends in this year and effects from COVID-19 on the Company.

Dr. Tosak Lertsrisakulrat explained that, in assessing the situation after the third wave and current vaccinations, the economic is expected to be recessive until the end of the year and should improve at the beginning of the next year. The Company made business plans thoroughly with a focus on cash flow management since the previous year and made more investments in horizontal assets and projects in Rayong to reduce vertical market risks and Bangkok market risks. In the vertical market, the Company modified products to be more suitable for the market and current consumer purchasing power. Furthermore, the Company communicates closely with project customers due for transfer in this year to assess and provide assistance in regards to loans.

Since no shareholders had further questions, the meeting secretary moved for the meeting to acknowledge the board of directors' performance in 2020 along with the 2020 annual report.

Agenda 3: Consideration of Approval for the Statement of Financial Status and Comprehensive Profit-Loss Statement of the Company for the year ending 31 December 2020

The chairman assigned Mr. Thitiwut Sukhapornchaikul, an executive director, to explain details for consideration by the meeting.

Mr. Thitiwut Sukhapornchaikul, an executive director, explained to the meeting that, to see the entire overall view of the financial statement of 2020 compared to 2019, which has significant details, some significant numbers in the financial statement had been presented to shareholder without changing significant contents and he would explain changes and causes. Shareholders can see some details of financial statements in financial statements sent to shareholders with meeting invitations. Any shareholders with questions were able to address those questions in the meeting. Mr. Thitiwut summarized as follows:

(1) Cash and cash equivalents and others, meaning cash and cash equivalents as well as investments in low-risk funds, accounted for 688 million baht in 2020, an increase of 486 million baht or 241% from 2019.

(2) Real estate undergoing development and developed real estate consisted of the following two items:

(2.1) Real estate development and inventory costs consisted of real estate land with completed construction and ongoing construction, inventory and payable interest, etc. In 2020, this amounted to 3,032 million baht, a reduction of 1,201 million baht from 2019 or a reduction of 25%. The main cause of reduction was because the Company transferred part of real estate development and inventory cost as sales cost in the profit and loss statement when the Company recognized income from transfers in the profit-loss statement such as in the Quintara Tree House Sukhumvit Project, which began acknowledging income since May 2020. Furthermore, land was transferred and converted into land and modifications pending development in Item (3).

(2.2) Real estate for investment consisted of land for leasing such as land leased by Tesco Lotus in Ban Chang, houses and apartments leased in Ban Chang, including land held as allowance for property value gains in 2020. This was valued at 909 million baht in 2020, a decline of 301 million baht from 2019 or a 23-percent reduction mainly caused by the sale of one plot of land.

(3) Land and modifications pending development in 2020 amounted to 1,795 million baht, an increase of 395 million baht or 28% from 2019. This was mainly caused by accepting the transfer of one plot of land in 2.1 to reflect economic land categories. In addition, %plot of land was sold. Thus, the Company sold two plots of land in 2020.

(4) Costs in acquiring contracts made with customers meant real estate project sales of the Company has commission paid to agents. When the Company did not acknowledge transfer income, the Company recorded commissions paid by the Company at cost to acquire contracts made with customers (assets). Whenever the Company acknowledged income from real estate project transfers, the Company gradually deducted transfers as expenses in the profit-loss statement. In 2020, this sum was 136 million baht, a reduction of five million baht from 2019 or a 4-percent reduction caused by paying commissions for newly launched projects without acknowledging income such as the Quintara Sukhumvit 39 Project, etc., while some costs were cut as expenses in profit-loss statements when transfers occurred such as the Quintara Tree House Sukhumvit 42 Project, etc.

(5) Land, buildings and equipment in 2020 amounted to 430 million baht, a 27-million baht reduction from 2019 or 6%. This was caused by a write off of project sales offices and construction of sale offices in newly launched projects.

(6) Total assets in 2020 were 7,204 million baht, a reduction of 577 million baht from 2019 or 7%.

Liabilities and shareholders' equity consisted of the following:

(1) Liabilities are divided into the following two parts:

(1.1) Concerning liabilities without interest, most of this item consisted of down payments made by customers who purchased projects and unpaid juristic person income tax, etc. In 2020, this item accounted for 714 million baht, a reduction from 13 million baht in 2019 or a 2-percent reduction.

(1.2) Liabilities with interest in 2020 were 1,574 million baht, a 758-million baht reduction from 2019 or a 32-percent reduction. Liabilities with interest in 2020 consisted of the following:

(1.2.1) In 2020, the Company repaid all short-term loans. Therefore, in 2020, short-term loans were 780 million baht lower than 2019 or a reduction of 100%.

(1.2.2) Long-term loans in 2020 were 1,574 million baht, a slight increase from 2019 by 22 million baht or 1%. This was mainly caused by the Company taking out more loans for project construction. At the same time, the Company repaid all long-term loans from the Quintara Tree House Sukhumvit 42 Project because transfers took place.

(2) When Item 1.1 was added to 1.2, total liabilities in 2020 were 2,288 million baht, a reduction from 2019 by 770 million or 25% with a D/E ratio of 0.48 times, a reduction from 0.19 times in 2019.

(3) Accrued profit (unallocated) in 2020 was 53 million baht, an increase from 2019 by 179 million baht or 142% in line with higher profit.

(4) Shareholder's equity in 2020 was 4,801 million baht, an increase from 2019 by 191 million baht or 4%.

In conclusion, comprehensive profit-loss (consolidated financial statement) in 2020 compared to 2019 consisting of sales income, leases and services in 2020 were at 2,646 million baht, an increase from 2019 by 1,273 million baht or 93%. The aforementioned increase had the following main causes:

- In 2020, the Company recognized income from the Quintara Tree House Sukhumvit 42 Project, which began transfers in May 2020.

- In 2020, the Company recognized income from the sale of two plots of land.

- In the meantime, the Company recognized lower income in 2019 from the Amber Project, which closed in 2020, etc.

Sales, lease and service cost in 2020 was 1,798 million baht, an increase from 2019 by 844 million baht or 89%. This increase corresponded with higher income.

Gross profit in 2020 was 849 million baht, an increase of 429 million baht from 2019 or an increase of 102%. Gross profit was 32% in 2020 and 31% in 2019.

Other income in 2020 was 34 million baht, an increase from 2019 by seven million baht or 25%. This was mainly caused by seizing down payments due to customer breaches of contract after the Company followed transfer procedures.

Reversed losses from asset devaluation were income created by independent evaluators' evaluations. In 2020, reversed losses from asset devaluation were higher when compared to 2019. In 2020, this amount was 15 million baht, a reduction from 2019 by 13 million baht or a 48-percent reduction.

Loss from asset devaluation is an expense from independent evaluators' evaluations. In 2020, loss from asset devaluation was lower when compared to 2019. Loss from asset devaluation was 101 million baht in 2020 and rose by 101 million baht or 100% from 2019.

Sales and administrative expenses in 2020 were 521 million baht, an increase from 2019 by 122 million baht or 31%. This was mainly caused by increases in sales commissions, specific business taxes and transfer fees, etc., which were consistent with acknowledgement of higher income while advertisement expenses were lower and employee wages and directors' remuneration were lower.

Financial expenses in 2020 were 11 million baht, an increase from 2019 by 7 million baht or 182%.

Juristic person income tax in 2020 was 72 million baht, an increase from 2019 by 51 million baht or 242% corresponding to higher profit.

Net profit in 2020 was 192 million baht, an increase from 2019 by 141 million baht or 277%.

Mr. Sataporn Kotiranurak, a shareholder, asked what new accounting standards had been used in 2020 and about the effects on statements of financial status and the comprehensive profit-loss statement. Furthermore, Mr. Sataporn Kotiranurak asked about performance from investments in two

subsidiaries in Remarks 13, whether depreciation was considered, why the value of golf course memberships was not recorded and what the current market price of membership was.

Mrs. Kingkan Assawarangsarit, auditor, explained that financial reporting standards effective in the current year and used by the Company are specified in Remarks Accompanying the Financial Statement No. 3 in the group of financial instruments. In addition, Version 16 on lease agreements had no significant effects on the profit-loss statement and Remarks 13 recorded membership rights according to cost of acquisition.

Mr. Thitiwut Sukhapornchaikul, an executive director, explained further that shareholding in subsidiaries engaged in the golf course business had losses in past performance. However, the aforementioned subsidiaries provided a good environment for projects of the parent company. Eastern Star-Lai Sun-New World, a subsidiary, is not engaged in a commercial business. Concerning how golf course membership values were not recorded, this was because the Company acquired membership at no expense and the golf course membership price has several market prices roughly at 50,000 baht.

Since no shareholder made any additional inquiry, the meeting secretary moved for the meeting to pass a resolution.

Resolution: After the meeting had deliberated on the matter, the meeting passed a resolution to approve the Company's financial statements and comprehensive profit and loss statement for the year ending 31 December 2020 by a majority of votes with the total votes of shareholders present and cast at the meeting as follows:

Votes Cast	No. of Shareholders	No. of Votes Cast	Percentage
Approval	31	3,212,872,099	99.99
Dissention	-	-	-
Abstention	1	14,000	0.01
Bad Ballots	-	-	-
Total	32	3,212,872,099	100.00

Agenda 4: Consideration of Approval for Profit Allocation and Acknowledgement of Interim Dividend Payouts for Performance in 2020

The chairman assigned Mr. Thitiwut Sukhapornchaikul, Executive Director, to explain details for consideration by the meeting.

The executive director informed the meeting as follows: In 2020, the Company's net profit from performance as stated by the business-specific financial statement was 239,865,415.41 baht. Numbers are different from past information, because the numbers from the past came from the consolidated financial statement (dividend payouts are considered based on the Company's business-specific financial statement). As a result, the board of directors passed a resolution in favor of proposing the meeting of shareholders to consider approving the allocation of a portion of the Company's profits of 12,000,000 baht as legal reserves. In addition, the meeting acknowledged interim dividend payouts for performance in 2020 to the Company's shareholders in the amount of 5,022,246,185 shares at a par value of 0.01 baht, a total dividend payout of 50,222,461.85 baht. Names of shareholders entitled to interim dividends were specified on 10 May 2021 (Record Date) and the Company paid interim dividends on 25 May 2021.

Since no shareholder made any additional inquiry, the meeting secretary moved for the meeting to pass a resolution.

Resolution: After the meeting had deliberated on the matter, the meeting passed a resolution to allocate 12,000,000 baht of the Company's profit as legal reserves and to acknowledge interim dividend payouts for performance in 2020 to the Company's shareholders in the amount of 5,022,246,185 shares at a par value of 0.01 or a total dividend payout of 50,222,461.85 baht. Names of shareholders entitled to interim dividend payouts were specified on 10 May 2021 (Record Date)

and the Company paid out interim dividends on 25 May 2021. The meeting passed the resolution unanimously with the total votes of shareholders present and cast at the meeting as follows:

Votes Cast	No. of Shareholders	No. of Votes Cast	Percentage
Approval	32	3,212,886,099	100.00
Dissention	-	-	-
Abstention	-	-	-
Bad Ballots	-	-	-
Total	32	3,212,886,099	100

Agenda 5: Consideration of the Appointment of New Directors to Replace Directors Leaving Their Tenures According to Terms

The meeting secretary informed the meeting that this agenda item was to cover deliberations to ensure compliance with the law and the Company's regulations that require one-third of all directors to leave their tenures every year. By this, the directors that have remained in their positions the longest were to leave their tenures; however, they are also eligible for reelection to become directors again. For this year, four directors were due to leave their tenure as follows:

1. Mr. Anand Panyarachun
2. Mr. Pongpinit Dechakup
3. Mr. Nattawit Bunyawat
4. Dr. Torsak Lertsrisakulrat

The Company had invited the Company's shareholders to nominate persons to be elected as board members for the 2021 Annual General Meeting of Shareholders according to the criteria prescribed by the Company through the websites of the Stock Exchange of Thailand and the Company from 16 October 2020 to 15 January 2021. However, no one nominated persons to be elected as the Company directors.

After the board of directors had evaluated the suitability of the aforementioned persons' qualifications, knowledge, abilities and experience beneficial to the Company's operation, it was deemed fitting to ask the meeting to consider the following:

(1) Reappointing Mr. Anand Panyarachun, as a director due to leave his tenure at the conclusion of his term, back to become a director and an independent director of the Company for another term.

(2) Reappointing Mr. Pongpinit Dechakup, Mr. Nattawit Bunyawat, Dr. Torsak Lertsrisakulrat, directors due to leave their tenures at the conclusion of this term, back to become directors of the Company for another term.

(3) Determining that the Company's board of directors shall consist of 11 directors without appointing any person to fill the position of Mr. Veerapan Theepsuwan, who passed away during the term and was due to leave his tenure at the conclusion of this term.

Accordingly, the list of names and backgrounds of each director including data on status as directors and/or shareholding in other companies with the same or similar conditions as the Company or companies in competition with the Company's business presented to the meeting for consideration of appointment was already sent by the Company to shareholders for consideration along with meeting invitation letters. Because the vote to elect directors was conducted via electronic media and shareholders are independent, the Company requested for the names of nominated directors to not be removed from the system.

The Thai Investors Association expressed an opinion at the meeting and stated Mr. Anand Panyarachun had been an independent director for 29 years. This period is too long and elections of executive directors and independent directors should be separate.

Mr. Sakchai Wiruncheewa, legal consultant and meeting secretary, explained that all appointed executive directors are not independent directors and only Mr. Anand is an independent director. Concerning opinions regarding independent directors who were appointed for more than nine years, the Company accepted the matter under consideration.

Since no shareholders had any questions, the meeting secretary moved for the meeting to vote to individually appoint each director.

Resolution: After the meeting had deliberated on the matter, the meeting passed a resolution to appoint Mr. Anand Panyarachun, a director due to leave his tenure at the conclusion of his term, to another term as a director and an independent director of the Company and reappointing Mr. Pongpinit Dechakup, Mr. Nattawit Bunyawat, Dr. Torsak Lertsrisakulrat, directors due to leave their tenures at the conclusion of this term, back to become directors of the Company for another term. The meeting passed the resolution by a majority or unanimous vote with the total votes of shareholders present and casting votes at the meeting as follows:

(1) **1. Mr. Anand Panyarachun**

Votes Cast	No. of Shareholders	No. of Votes Cast	Percentage
Approval	31	3,212,885,699	100
Dissention	1	400	-
Abstention	-	-	-
Bad Ballots	-	-	-
Total	32	3,212,885,699	100

(2) **Mr. Pongpinit Dechakup**

Votes Cast	No. of Shareholders	No. of Votes Cast	Percentage
Approval	32	3,212,886,099	100
Dissention	-	-	-
Abstention	-	-	-
Bad Ballots	-	-	-
Total	32	3,212,886,099	100

(3) **Mr. Nattawit Bunyawat**

Votes Cast	No. of Shareholders	No. of Votes Cast	Percentage
Approval	32	3,212,886,099	100
Dissention	-	-	-
Abstention	-	-	-
Bad Ballots	-	-	-
Total	32	3,212,886,099	100

(4) **Dr. Torsak Lertsrisakulrat**

Votes Cast	No. of Shareholders	No. of Votes Cast	Percentage
Approval	32	3,212,886,099	100
Dissention	-	-	-
Abstention	-	-	-
Bad Ballots	-	-	-
Total	32	3,212,886,099	100

Hence, the Company's board of directors consists of the 11 following individuals:

1. Mr. Anand	Panyarachun	Chairman and Independent Director
2. Mr. Pongpinit	Dechakup	Vice Chairman
3. Mr. Preecha	Oonchitti	Independent Director and Audit Committee Chairman
4. Mr. Jessada	Promjad	Independent Director and Audit Director
5. Mrs. Sunantha	Tiasuwan	Independent Director and Audit Director
6. Dr. Chachawin	Charoen-rajapark	Director and Board of Executives Chairman
7. Dr. Torsak	Lertsrisakulrat	Managing Director
8. Mr. Titiwut	Sukhapornchaikul	Director and Executive Director
9. Mr. Nattawit	Bunyawat	Director and Executive Director
10. Mr. Tinnawat	Mahatharadol	Director and Executive Director
11. Mr. Paiboon	Wongchongchaihan	Director

Agenda 6: Consideration on Setting Remuneration for the Board of Directors for 2021

The meeting secretary informed the meeting as follows: Pursuant to Article 90 of the Public Limited Companies Act of B.E. 2535 (A.D. 1992) and the Company's regulations, remunerations paid to the board of directors must be approved by a shareholder meeting. Accordingly, the general meeting of shareholders of the previous year authorized the Company to pay remunerations to the board of directors within the limit of 9,500,000 baht. For the remunerations to be paid in 2021, the board of directors recommends the meeting to consider authorizing the Company to pay remunerations to the board of directors without exceeding the limit of 9,500,000 baht. In so doing, the board of directors would be responsible for the allocation of the aforementioned remunerations to each director as appropriate. The details about remunerations paid to the board of directors in previous years were shown in the meeting invitation letters sent to shareholders.

Since no shareholders had any questions, the meeting secretary moved for the meeting to pass a resolution.

Resolution: After the meeting had deliberated on the matter, the meeting passed a resolution to approve payment of remunerations to the Company's board of directors for 2021 with a limit of 9,500,000 baht and the board of directors was authorized to allocate remunerations to each individual director as the board deemed fitting. The meeting passed the resolution by a majority of votes or more than two-thirds of the total votes of eligible shareholders present and casting votes at the meeting as follows:

Votes Cast	No. of Shareholders	No. of Votes Cast	Percentage
Approval	31	3,212,872,099	99.99
Dissention	1	14,000	0.01
Abstention	-	-	-
Bad Ballots	-	-	-
Total	32	3,212,886,099	100

Agenda Item 7: Consideration for the Appointment of the Company's Auditor for 2021 and Specification of the Auditor's Remunerations

The meeting secretary informed the meeting as follows: This agenda item was aimed at deliberations to ensure compliance with the law. When the tenure of a company auditor ends, the auditor has to leave the auditor's position. However, the auditor can be reappointed to the same position. With that said, the Company's board of directors deemed it fitting to ask the meeting to consider appointing Mrs. Kingkan Assawarangsarit, Certified Public Accountant No. 4496, or Miss Pimjai Manitchachornkit, Certified Public Accountant No. 4521, or Miss Summana Panpongsanon, Certified Public Accountant No. 5872, or Mr. Chayapon Suppasethanon, Certified Public Accountant No. 3972, of EY Office Company Limited, to become the Company's auditor for the fiscal year of 2021 as well as to set the auditor's remunerations to not exceed 1,335,000 baht.

Since no shareholders had any questions, the meeting secretary moved for the meeting to pass a resolution.

Resolution: After the meeting had deliberated on the matter, the meeting passed a resolution to approve the appointment of Mrs. Kingkan Assawarangsarit, Certified Public Accountant No. 4496, or Miss Pimjai Manitchachornkit, Certified Public Accountant No. 4521, or Miss Summana Panpongsanon, Certified Public Accountant No. 5872, or Mr. Chayapon Suppasethanon, Certified Public Accountant No. 3972, or Mrs. Kingkan Assawarangsarit, Certified Public Accountant No. 4496, of EY Office Company Limited, to become the Company's auditor for the 2020 accounting period as well as to set the auditor's remunerations to not exceed 1,335,000 baht. The meeting passed the resolution by unanimous votes of shareholders present and cast at the meeting as follows:

Votes Cast	No. of Shareholders	No. of Votes Cast	Percentage
Approval	32	3,212,872,099	100
Dissention	-	-	-
Abstention	-	-	-
Bad Ballots	-	-	-
Total	32	3,212,872,099	100

The meeting secretary informed the meeting that the board of directors has no further agenda items and topics to present to the meeting for consideration and asked if any shareholder has questions.

The Thai Investors Association asked the meeting if the Company joined anti-corruption projects.

Dr. Torsak Lertsrisakulrat, Managing Director, explained that the Company announced the Company's participation in the CAC project and submitted self-assessment forms, which contained questions regarding the Company's anti-corruption standards, checking processes and prevention channels. Explanations were already given. For example, the Company appointed the Procurement Committee and the Land Procurement Committee, etc., in addition to issuing documents to explain for all suppliers to be aware of the Company's anti-corruption policy including coordination with the government by following procedures and normal audits.

Since the meeting attendees did not present additional issues for discussion, the meeting secretary invited the chairman to adjourn the meeting.

The chairman thanked the shareholders on behalf of the board of directors for having attended the meeting and having always given great support to the Company's business and adjourned the meeting at 3:25 pm.

Signed _____ -Signature- _____ Meeting Chairman

(Mr. Anand Panyarachun)

Signed _____ -Signature- _____ Meeting Recorder

(Mr. Pongsak Maison)

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

QR Code

The Annual Report for the fiscal year 2021
(supporting documents for the consideration of Agenda 2 and 3)



Or

<https://www.estarpcl.com/uploads/document/b8d4b039efeebe3a7202413f7d0a6a22.pdf>

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

1. Mrs. Sunanta Tiasuwan

Type of nominated director	Independent Director	
Age	71 years	
Nationality	Thai	
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 the Audit Committee Nomination and Remuneration Committee	
Years of Directorship	17 years.	
Meeting Attendance in the year 2021	10 times of total 10 times of the Board of Directors Meeting. 5 times of total 5 times of the Audit Committee Meeting. 4 times of total 4 times of Nomination and Remuneration Committee Meeting.	
Number of Shares held in the Company as at 31 December 2021	Ordinary Share 1,400,000 Shares (Include Spouse) 0.03 percent of Voting Stock	
Current Position in Other Organizations		
• Listed companies	2004 – Present	Director Pranda Jewelry Public Company Limited
	2012 – Present	Independent Director and Audit Committee Asian Seafoods Coldstorage Public Company Limited
• Non-listed companies	1991 – Present	Director Forward Freeland Company Limited

- 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

- Registered Company: Holding of shares in many registered companies by which share does not exceed 0.5 percent

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****2. Mrs. Wanna Thamsirisup**

Type of nominated director	Independent Director
Age	66 years
Nationality	Thai
Education	Bachelor of Accountancy, Thammasat University Diploma in Auditing, Thammasat University Certified Public Accountant, Federation of Accounting Professions
Training Program	-Top Executive Training Program by the Association of Finance Companies, Thammasat University -Director Accreditation Program (DAP) Class 71/2008 -Director Certification Program (DCP) Class 102/2008 -Role of the Chairman Program (RCP) Class 24/2010 -Financial Institutions Governance Program (FGP) Class 3/2011 -Risk Management Committee Program (RMP) Class 1/2013 -Corporate Governance for Capital Market Intermediaries (CGI) Class 8/2015 -Driving Company Success with IT Governance (ITG) Class 2/2016 -Advance Audit Committee Program (AACP) Class 28/2018 -Boards that Make a Difference (BMD) Class 9/2019 - Ethical Leadership Program (ELP) Class 22/2021 -Audit Committee Seminar-Get ready for the year end by SET & SEC Class 11/2015 -BOD meeting by SEC-Promote culture & governance Class 10/2019 -Personal Data Protection Act-PDPA by PWC,Deloitte 2019-2021 -TFR 9 by Thammasart University ,2019 -Forensic Accounting , 2021
Current Position in the Company	Independent Director Audit Committee Nomination and Remuneration Committee
Years of Directorship	4 Months.

Meeting Attendance in the year 2021* 1 times of total 10 times of the Board of Directors Meeting.
 1 times of total 5 times of the Audit Committee Meeting.
 - times of total 4 times of Nomination and Remuneration Committee Meeting.
 * Mrs. Wanna Thamsirisup was appointed Independent Director, Audit Director, and Nomination and Remuneration Committee Director effective as of 1 December 2021.

Number of Shares held in the Company as at 31 December 2021 -None-

Current Position in Other Organizations

• Non-listed companies	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.

• 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

• Registered Company: -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. Dr. Chatchawin Charoen-Rajapark

Type of nominated director	Director
Age	61 years
Nationality	Thai
Education	Ph.D in Management Massachusetts Institute of Technology M.S. in Management Massachusetts Institute of Technology B.S. in Electrical Engineering Massachusetts Institute of Technology
Training Program	Role of the Compensation Committee (RCC) (Class 7/2008) Audit Committee Program (ACP) (Class 19/2007) Director Certification Program (DCP) (Class 88/2007) Director Accreditation Program (DAP) (Class 52/2006)
Current Position in the Company	Director
Years of Directorship	17 years.
Meeting Attendance in the year 2021	10 times of total 10 times of the Board of Directors Meeting. 3 times of total 10 times of the Executive Directors Meeting.* * Dr. Chatchawin Charoen-Rajapark remained in the Executive Committee until 17 June 2021.
Number of Shares held in the Company as at 31 December 2021	-None-

Current Position in Other Organizations

- Listed companies
 - 2021-Present - Independent Director
 - 2021-Present - Nomination and Remuneration Committee
Bangkok Bank Public Company Limited
 - 2006 - Present - Chairman of the Nomination and
Remuneration Committee
 - 2005 - Present - Independent Director
 - 2005 - Present - Audit Committee
Ocean Glass Public Company Limited
- Non-listed companies
 - 2021 - Present - Chairman of the Board
Rajapark Development Company Limited
 - 2020 - Present - Director
Nara Thai Cuisine Company Limited
 - 1998 - Present - Managing Director
President Hotel and Tower Company Limited
- Other organizations that may cause any conflict of interests to the Company
 - Chairman of the Board
Rajapark Development Company Limited
 - Managing Director
President Hotel and Tower Company Limited
 - Independent Director
Bangkok Bank Public Company Limited

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

- Registered Company: Holding of shares in many registered companies by which share does not exceed 0.5 percent.
- Unregistered Company: President Hotel and Tower Company Limited
Rajapark Development Company Limited

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****4. Mr. Tinnawat Mahatharadol**

Type of nominated director	Director	
Age	63 years	
Nationality	Thai	
Education	Master of Business Administration (MBA) Ball State University U.S.A. Bachelor of Laws Thammasat University	
Training Program	Director Certification Program (DCP) (Class 205/2015) Risk Management Program (Class 205/2015)	
Current Position in the Company	Executive Director	
Years of Directorship	7 years.	
Meeting Attendance in the year 2021	10 times of total 10 times of the Board of Directors Meeting. 10 times of total 10 times of the Executive Directors Meeting.	
Number of Shares held in the Company as at 31 December 2021	-None-	
Current Position in Other Organizations		
• Listed companies	2014 - Present	Director Srivichaivejvivat Public Company Limited
• Non-listed companies	2009 - Present	Managing Director Mahatharadol Company Limited
	2015 - Present	Director BBTV Equity Company Limited

	2015 - Present	Director Sunrise Equity Company Limited
	2018-Present	Director Villa Deva Resort & Hotel Company Limited
	2018-Present	Director Nara 12 Company Limited
	2020-Present	Director The Thai Tapioca Flour Produce Company Limited
	2020-Present	Director C.K.R. Company Limited
	2020 - Present	Director The Bangkok Lighters Company Limited
	2020-Present	Director Exclusive Senior Care Company Limited
	2020-Present	Director Cyber Venture Company Limited
	2015-Present	Director BBTV Bond Street Building Company Limited
	2015-Present	Director BBTV Alliance Company Limited
	2015-Present	Director BBTV International Holding Company Limited
• Other organizations that may cause any conflict of interests to the Company	-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.)

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 2020 and 2021

Names		Position	Remuneration (Baht)	
			2020* ¹	2021
1	Mr.Anand Panyarachun	Chairman of the Board	1,230,000	1,440,000
2	Mr.Pongpinit Tejagupta* ²	Vice Chairman of the Board and Chairman of the Executive Committee	512,500	720,000
3	Mr.Preecha Oonchitti* ³	Chairman of Audit Committee and member of Nomination and Remuneration Committee	820,000	800,000
4	Mrs.Sunanta Tiasuwan* ⁴	Chairman of Audit Committee and member of Nomination and Remuneration Committee	820,000	960,000
5	Mr. Jessada Promjart* ⁵	Chairman of Nomination and Remuneration Committee and Audit Committee	262,500	850,000
6	Mr.Paiboon Wongjongjaiharn	Director	512,500	600,000
7	Mr.Chatchawin Charoen-Rajapark* ⁶	Director	717,500	720,000
8	Mr.Tinnawat Mahatharadol	Executive Director	615,000	720,000
9	Mr.Titiwut Soukpornchaikul	Executive Director	615,000	720,000
10	Mr.Nuttawit Boonyawat	Executive Director	615,000	720,000
11	Mr.Torsak Lertsrisakulrat	Managing Director	-	-
12	Mrs.Wanna Thamsirisup* ⁷	Audit Committee and Nomination and Remuneration Committee	-	70,000
Total			7,175,000	8,320,000

Remarks: *¹ The Meeting of the Board of Directors No. 5/2020 on 14 May 2020 was unanimous about reducing the remuneration of directors by 25 percent from June to December of 2020.

*² Mr. Pongpinit Tejagupta was appointed Chairman of the Executive Committee on 18 June 2021.

*³ Mr. Preecha Oonchitti remained in the position of Independent Director, Chairman of the Audit Committee and Nomination and Remuneration Director until 20 October 2021.

*⁴ 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.

*⁵ Mr. Jessada Promjart was appointed Chairman of the Nomination and Remuneration Committee effective as of 1 December 2021.

*⁶ Mr. Chatchawin Charoen-Rajapark remained in the position of Chairman of the Executive Committee until 17 June 2021.

*⁷ 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 2021

Name	Board of Directors (Baht)	Audit Committee (Baht)	Executive Committee (Baht)	Nomination and Remuneration Committee (Baht)	Total Remuneration (Baht)
1. Mr. Anand Panyarachun	1,440,000	-	-	-	1,440,000
2. Mr. Pongpinit Tejagupta* ¹	600,000	-	120,000	-	720,000
3. Mr. Preecha Oonchitti* ²	500,000	200,000	-	100,000	800,000
4. Mrs. Sunanta Tiasuwan* ³	600,000	130,000	-	230,000	960,000
5. Mr. Jessada Promjart* ⁴	600,000	120,000	-	130,000	850,000
6. Mr. Paiboon Wongjongjaiharn	600,000	-	-	-	600,000
7. Mr. Chatchawin Charoen-Rajapark* ⁵	600,000	-	120,000	-	720,000
8. Mr. Tinnawat Mahatharadol	600,000	-	120,000	-	720,000
9. Mr. Titiwut Soukpornchaikul	600,000	-	120,000	-	720,000
10. Mr. Nuttawit Boonyawat	600,000	-	120,000	-	720,000
11. Mr. Torsak Lertsrisakulrat	-	-	-	-	-
12. Mrs. Wanna Thamsirisup* ⁶	50,000	10,000	-	10,000	70,000
Total					8,320,000

Remarks:

*¹ Mr. Pongpinit Tejagupta was appointed Chairman of the Executive Committee on 18 June 2021.

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

*³ 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.

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

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

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

Other Director Remuneration: None.

**Articles of association of Eastern Star Real Estate Public Company Limited
related the Ordinary General Meeting of Shareholders No. 1/2022**

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	71 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 And Work Experience (in the past 5 years)	2004 – Present Director and Nomination and Remuneration Committee Pranda Jewelry Public Company Limited 1991 – Present Director Forward Freeland Company Limited 2012 – Present Independent Director and Audit Committee Asian Seafoods Coldstorage Public Company Limited
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.
	Agenda 6	To consider the fixing of the remuneration to the Board of Directors for the year 2022.
*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	-Top Executive Training Program by the Association of Finance Companies, Thammasat University -Director Accreditation Program (DAP) Class 71/2008 -Director Certification Program (DCP) Class 102/2008 -Role of the Chairman Program (RCP) Class 24/2010 -Financial Institutions Governance Program (FGP) Class 3/2011 -Risk Management Committee Program (RMP) Class 1/2013 -Corporate Governance for Capital Market Intermediaries (CGI) Class 8/2015 -Driving Company Success with IT Governance (ITG) Class 2/2016 -Advance Audit Committee Program (AACP) Class 28/2018 -Boards that Make a Difference (BMD) Class 9/2019 - Ethical Leadership Program (ELP) Class 22/2021 -Audit Committee Seminar-Get ready for the year end by SET & SEC Class 11/2015 -BOD meeting by SEC-Promote culture & governance Class 10/2019 -Personal Data Protection Act-PDPA by PWC,Deloitte 2019-2021 -TFR 9 by Thammasart University ,2019 -Forensic Accounting , 2021

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	Director Allianz Ayudhya Capital Public Company Limited
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.
	Agenda 6	To consider the fixing of the remuneration to the Board of Directors for the year 2022.
*Special Interest in any agenda	-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	60 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 Nomination and Remuneration Committee																
Current Position in Other Organizations And Work Experience (in the past 5 years)	<table> <tr> <td>2019-Present</td><td>Director and Audit Committee Chairman AMR Asia Co., Ltd.</td></tr> <tr> <td>2019-Present</td><td>Capital Market Competitiveness Development Subcommittee The Office of Securities and Exchange Commission</td></tr> <tr> <td>2018-Present</td><td>Director and Executive Director of YSS (Thailand) Co., Ltd.</td></tr> <tr> <td>2017-Present</td><td>Audit Committee Chulabhorn Royal Academy</td></tr> <tr> <td>2016-Present</td><td>Director and Audit Committee, Expressway Authority of Thailand</td></tr> <tr> <td>2015-Present</td><td>Director and Audit Committee, Government Savings Bank</td></tr> <tr> <td>2015-Present</td><td>Supervisory Committee on Color Television Joint Operation Contract between MCOT Public Company Limited and Bangkok Entertainment Public Company Limited</td></tr> <tr> <td>2015-Present</td><td>Supervisory Committee on Contract of Privileges to Utilize Shopping Centers in the Triangle in Phahon Yothin area between the State Railway of Thailand and Central Inter Development Co., Ltd.</td></tr> </table>	2019-Present	Director and Audit Committee Chairman AMR Asia Co., Ltd.	2019-Present	Capital Market Competitiveness Development Subcommittee The Office of Securities and Exchange Commission	2018-Present	Director and Executive Director of YSS (Thailand) Co., Ltd.	2017-Present	Audit Committee Chulabhorn Royal Academy	2016-Present	Director and Audit Committee, Expressway Authority of Thailand	2015-Present	Director and Audit Committee, Government Savings Bank	2015-Present	Supervisory Committee on Color Television Joint Operation Contract between MCOT Public Company Limited and Bangkok Entertainment Public Company Limited	2015-Present	Supervisory Committee on Contract of Privileges to Utilize Shopping Centers in the Triangle in Phahon Yothin area between the State Railway of Thailand and Central Inter Development Co., Ltd.
2019-Present	Director and Audit Committee Chairman AMR Asia Co., Ltd.																
2019-Present	Capital Market Competitiveness Development Subcommittee The Office of Securities and Exchange Commission																
2018-Present	Director and Executive Director of YSS (Thailand) Co., Ltd.																
2017-Present	Audit Committee Chulabhorn Royal Academy																
2016-Present	Director and Audit Committee, Expressway Authority of Thailand																
2015-Present	Director and Audit Committee, Government Savings Bank																
2015-Present	Supervisory Committee on Color Television Joint Operation Contract between MCOT Public Company Limited and Bangkok Entertainment Public Company Limited																
2015-Present	Supervisory Committee on Contract of Privileges to Utilize Shopping Centers in the Triangle in Phahon Yothin area between the State Railway of Thailand and Central Inter Development Co., Ltd.																

2015-Present	Executive Director for the construction of the extension of Chulabhorn Hospital and HRH Princess Chulabhorn College of Medical Science
2016 - 2019	Director and Member of Audit Committee IRPC Public Company Limited
2015 - 2018	Independent Director and Audit Committee Nation Broadcasting Corporation Company Limited

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 2022.

*Special Interest in any
agenda

-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. 1/2022, to be held on 29 April 2022, 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 71 yearsResiding at No. 28 Soi Bangna-Trad 28, Bangna-Trad Road, Kwaeng Bangna, Khet Bangna,
Bangkok Metropolis **or**☐ (3) Mrs. Wanna Thamsirisup, Independent Director and Audit Committee Member, age 66 years

Residing at No. 148/24 Soi Sukhumvit 22, Kwaeng Klongtoey, Khet Klongtoey, Bangkok Metropolis.

☐ (4) Mr. Jessada Promjart, Independent Director and Audit Committee Member, age 60 yearsResiding at No. 69/41 Moo 1, Tambol Taladkwan, Amphur Muangnonthaburi, Nonthaburi Province. **or**

only anyone person as my/our proxy to attend and vote in the Annual General Meeting of Shareholders No. 1/2022 to be held on 29 April 2022, 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.1/2021☐ (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 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.**
- ☐ (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 2021.**
- ☐ (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 : Mrs. Sunanta Tiasuwan
- ☐ Approve ☐ Disapprove ☐ Abstain
- (2) Director's Name : Mrs. Wanna Thamsirisup
- ☐ Approve ☐ Disapprove ☐ Abstain
- (3) Director's Name : Dr. Chatchawin Charoen-Rajapark
- ☐ Approve ☐ Disapprove ☐ Abstain
- (4) Director's Name : Mr. Tinnawat Mahatharadol
- ☐ Approve ☐ Disapprove ☐ Abstain

Agenda 6 To consider the fixing of the remuneration to the Board of Directors for the 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 7 To consider the appointment of the auditors of the Company for the fiscal year 2022 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. 1/2022 to be held on 29 April 2022, 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

อากรแสตมป์ 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 ☐ นางสาวนันตา เตียสุวรรณ กรรมการอิสระและประธานกรรมการตรวจสอบ อายุ 71 ปี
or Mrs. Sunanta Tiasuwan, Independent Director and Chairman of the Audit Committee, age 71 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 60 ปี
or Mr. Jessada Promjart, Independent Director and Audit Committee, age 60 years
อยู่บ้านเลขที่ 69/41 หมู่ที่ 1 ตำบลลาดบัวหลวง อำเภอเมืองนนทบุรี จังหวัดนนทบุรี
Residing at No. 69/41 Moo 1, Tambol Taladkwan, Amphur Muangnonthaburi, Nonthaburi Province.

คนหนึ่งคนใดเพียงคนเดียวเป็นผู้แทนของข้าพเจ้าเพื่อเข้าร่วมประชุมและออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมสามัญผู้ถือหุ้นครั้งที่ 1/2565 ในวันที่ 29 เมษายน 2565 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. 1/2022, to be held on 29 April 2022, 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 1/2564

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

☐ (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 2564

Agenda 2. To Acknowledge the performance results of the Board of Directors for the previous year and the Annual Report for the year 2021.

☐ วาระที่ 3. พิจารณานุมัติงบแสดงฐานะการเงินและงบกำไรขาดทุนเบ็ดเสร็จของบริษัทประจำปีสิ้นสุด

วันที่ 31 ธันวาคม 2564

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.

☐ (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 2564
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

- ☐ (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 : นางสาวนันทา เตียสุวรรณ
Director's Name : Mrs. Sunanta Tiasuwan
- | | | |
|-----------------------------------|--------------------------------------|-------------------------------------|
| <input type="checkbox"/> เห็นด้วย | <input type="checkbox"/> ไม่เห็นด้วย | <input type="checkbox"/> งดออกเสียง |
| Approve | Disapprove | Abstain |
- (2) ชื่อกรรมการ : นางวรรณ ธรรมศิริทรัพย์
Director's Name : Mrs. Wanna Thamsirisup
- | | | |
|-----------------------------------|--------------------------------------|-------------------------------------|
| <input type="checkbox"/> เห็นด้วย | <input type="checkbox"/> ไม่เห็นด้วย | <input type="checkbox"/> งดออกเสียง |
| Approve | Disapprove | Abstain |
- (3) ชื่อกรรมการ : ดร.ชัชวิน เจริญรัชต์ภาคย์
Director's Name : Dr. Chatchawin Charoen-Rajapark
- | | | |
|-----------------------------------|--------------------------------------|-------------------------------------|
| <input type="checkbox"/> เห็นด้วย | <input type="checkbox"/> ไม่เห็นด้วย | <input type="checkbox"/> งดออกเสียง |
| Approve | Disapprove | Abstain |
- (4) ชื่อกรรมการ : นายทินวรรณ มหธาธล
Director's Name : Mr. Tinnawat Mahatharadol
- | | | |
|-----------------------------------|--------------------------------------|-------------------------------------|
| <input type="checkbox"/> เห็นด้วย | <input type="checkbox"/> ไม่เห็นด้วย | <input type="checkbox"/> งดออกเสียง |
| Approve | Disapprove | Abstain |

☐ วาระที่ 6. พิจารณากำหนดค่าตอบแทนให้แก่คณะกรรมการประจำปี 2565
Agenda 6. To consider the fixing of the remuneration to the Board of Directors for the 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 7. พิจารณาแต่งตั้งผู้สอบบัญชีของบริษัทประจำปี 2565 และกำหนดค่าตอบแทน
Agenda 7. To consider the appointment of the auditors of the Company for the fiscal year 2022 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.
- หลักฐานที่ต้องแนบพร้อมทั้งหนังสือมอบฉันทะ 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.
- ในกรณีที่วาระที่จะพิจารณาในการประชุมมากกว่าวาระที่ระบุไว้ข้างต้น ผู้มอบฉันทะสามารถระบุเพิ่มเติมได้ในใบปะต้นแบบหนังสือมอบฉันทะแบบ 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 1/2565 ในวันที่ 29 เมษายน 2565 เวลา 14.00น. 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. 1/2022, to be held on 29 April 2022, 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
<input type="checkbox"/>	(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
<input type="checkbox"/>	(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
<input type="checkbox"/>	(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
<input type="checkbox"/>	(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
<input type="checkbox"/>	(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
<input type="checkbox"/>	(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 27 April 2022, 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 27 April 2022, at 12.00 hrs

- Email channel : company_secretary@estarpcl.com or
- Postal channels: Mr. Pongsak Maison, 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.

- 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
	
https://apps.apple.com/th/app/zoom-cloud-meetings/id546505307	https://play.google.com/store/apps/details?id=us.zoom.videomeetings

- 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.
- To log in, attendees must use the information of the shareholder registration number and the shareholder's ID card number.
- 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 27 April 2022 via the following channels:

- Email channel : company_secretary@estarpcl.com or
- Postal channels: Mr. Pongsak Maison, 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 or
 - Postal channels: Mr. Pongsak Maison, 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 or
- Postal channels: Mr. Pongsak Maison, 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.....หมายเลขบัตรประชาชน/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 เรียล เอสเตท จำกัด (มหาชน)

Being a shareholder of EASTERN STAR REAL ESTATE PUBLIC COMPANY

โดยถือหุ้นรวมทั้งสิ้น หุ้น

Holding the total amount of shares

ประสงค์จะร่วมประชุมและลงคะแนนผ่านสื่ออิเล็กทรอนิกส์สำหรับการประชุมสามัญผู้ถือหุ้นประจำปี 2565

I would like to participate the E-AGM for Annual General Meeting 2022

☐ เข้าร่วมประชุมด้วยตัวเอง

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 27 เมษายน 2565

Please submit the required document per an attachment 9 by 27 April 2022

(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 **27 April 2022**, at **12.00 hrs.** through the following channels:

- By Email : company_secretary@estarpcl.com or
- By Post : Mr. Pongsak Maison, 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)



