

**Invitation to
the 2025 Annual General Meeting of Shareholders
Asset Five Group Public Company Limited (A5)**



**Convene the meeting through electronic media
(E-AGM) only
29 April 2025 at 10.00 a.m.**

20 March 2025

Subject: Invitation to the 2025 Annual General Meeting of Shareholders**To:** Shareholders, Asset Five Group Public Company Limited**Enclosures:**

1. Form 56-1 One Report and Financial Statements for the year 2024 and Minutes of the Extraordinary General Meeting of Shareholders No. 1/2024 (Please download the QR Code on Page 14)
2. Information on candidates for new director positions.
3. Information of individuals nominated as directors to replace directors retire by rotation.
4. Information of the proposed Auditors for the year 2025
5. Key Features in relation to the Issuance and Allocation of Warrants to Purchase the Newly Issued Ordinary Shares of Asset Five Group Public Company Limited No.5 (A5-W5)
6. Capital Increase Report Form (F53-4)
7. Procedures and instructions for attending the 2025 AGM and related Articles of Association
8. Proxy form A, B (recommended), C and Supplement to Proxy Form B. & C.
9. Profile of Independent Directors for consideration in case the shareholders assign as proxies.
of Asset Five Group Public Company Limited
10. Privacy Notice for the AGM of Asset Five Group Public Company Limited
11. Notice of Meeting (QR Code)

The Board of Directors (“the Board”) of Asset Five Group Public Company Limited (“the Company”) at its Meeting No.2/2025 convened on February 24, 2025, has resolved to invite all shareholders to attend the 2025 Annual General Meeting of Shareholders (“the Meeting”) which will be convened on Tuesday, April 29, 2025, at 10.00 a.m., via electronic media (E-AGM) only, in compliance with the Emergency Decree on Electronic Meeting B.E. 2563 (2020), the Notification of the Ministry of Digital Economy and Society RE: Standards for Maintaining Security of Meetings via Electronic Means B.E. 2563 (2020) and other related laws and regulations, to consider the following agenda items:

Agenda 1 : To acknowledge the reports of the board of directors, the Audit and Risk Committee, and the company’s operating results for the year 2024.

Objective and Reason : The Board of Directors’ Annual Report and the Company’s business operations, appeared in the 2024 Form 56-1 One Report (**Enclosure 1**), were submitted to the shareholders together with this invitation.

Board’s Opinion : The Board of Directors considered that the Annual General Meeting of Shareholders should acknowledge the Company’s 2024 operating results and other important information contained in Form 56-1 One Report for 2024.

Resolution : This agenda is for acknowledgment Therefore, no voting is required.

Agenda 2 : To consider and approve the Company’s financial statements for the year ended 31 December 2024.

Objective and Reason : The Company has arranged the Company’s statement of financial position and statement of comprehensive income for the fiscal year ended 31 December 2024, which was verified by the auditors to abide by the Public Limited Companies Act B.E. 2535 (1992), as amended, and the Article of Association of the Company The details are presented in the Form 56-1 One Report Year 2024 being delivered to the shareholders together with Invitation Letter of this Meeting **Enclosure 1** as per following summary of main points:

Unit : million baht

Descriptions	2024	2023
Total Assets	4,205.00	3,425.20
Total Liabilities	2,507.80	2,023.39
Shareholders' Equity	1,697.20	1,401.81
Total revenues	1,806.10	1,495.71
Net Profit	453.28	506.43
Earnings per share (Baht)	0.375	0.419

Board's Opinion : The Board of Directors deemed it appropriate to propose the Meeting of Shareholders for consideration and approval of financial statements for 2024 in the accounting year ended 31 December 2024, which have already been audited, signed, and certified by the D.I.A. International Audit Co.,Ltd., and passed the consideration of the Audit Committee.

Resolution : This agenda is required by the majority votes of the shareholders attending the meeting and casting their votes.

Agenda 3 : To consider and approve the Dividend payment in cash dividend and the allocation of net profit in 2024 as a legal reserve.

Objective and Reason : According to the Public Limited Companies Act, B.E. 2535 and an amendment, Section 115 and the Company's Articles of Association, Section 46. determine that, "No dividend shall be paid otherwise than out of profits. If the Company has incurred loss, no dividend shall be paid" as well as The Company's dividend payout policy is to pay the rate of 50% of the net profit after taxes and legal reserve of the Company's separate financial statement. However, the dividend payment may be subject to change depending on the Company's performance, investment plan, liquidity, necessity, and other suitability as the Board of Directors deems appropriate for the utmost benefit of the shareholders.

For the operating results of 2024, from 1 January 2024 to 31 December 2024, the Company had a net profit from the company's separate financial statements of 708,174,996.00 baht. The Board of Directors therefore resolved to approve the payment of dividends to shareholders at the rate is 0.10 baht per share, totaling 1,178,000,045 shares (After deducting 31,384,689 repurchased shares), representing an amount not exceeding 117,800,004.50 baht or a Dividend Payout Ratio of 16.63 percent of net profit according to the company's separate financial statements. Nevertheless, the Company's necessity for funds reservation for investments and other projects of the company in the future, The Board of Directors deemed it appropriate to propose to the 2025 Annual General Meeting of Shareholders for the approval of the dividend payment for the fiscal year 2024 in such amount.

According to the Public Limited Companies Act, B.E. 2535 and an amendment, Section 116 and the Article of Association in Section 47. determine that "A company must allocate a portion of its annual net profit as a reserve by no less than five (5) percent of the annual net profit, deducting the amount thereof with the accumulated loss carried forward (if any) until this reserve fund reaches the amount of no less than ten (10) percent of the registered capital" From the operating results shown in the Company's separate Financial Statements ending December 31, 2024, there was net profit from operations of Baht 708,174,996.00 million baht. The Company therefore allocates a portion of its annual net profit as a reserve by no less than five (5) percent which is Baht 35,411,000.00 total legal reserves accumulated amount Baht 59,171,000.00 representing 6.53% of the registered capital.

Detail	2024	2013
1) Net profit (baht)	708,174,996.00	414,197,635.00
2) Allocate as legal reserve 10% (Baht)	35,411,000.00	20,710,000.00
2.1 Accumulated statutory reserves (baht)	59,171,000.00	23,760,000.00
2.2 Proportion of legal reserves (%)	6.53	3.27
3) Allocating reserves for treasury shares	98,113,267.00	-
4) The remaining net profit is allocated as dividends at 40% (baht).	574,650,729.00	393,487,635.00
5) Number of paid-up common shares (shares)	1,178,000,045 <small>(After deducting 31,384,689 repurchased shares)</small>	1,209,387,615
6) Dividend payout ratio per share (Baht : Share)		
6.1 Interim dividend (baht : share)	-	-
6.2 Annual dividend (baht : share)	0.10*	0.05
7) Total dividend payment (baht)	117,800,004.50	60,469,380.75
8) Interim dividend deduction (baht)	-	-
9) Remaining dividend payment for this period (baht)	117,800,004.50	60,469,380.75
10) Dividend payout ratio (%)	16.63	14.60

*However, the right to receive dividends is subject to shareholders' approval at the 2025 Annual General Meeting.

Board's Opinion : The Board of Directors deemed it appropriate to propose to the 2025 Annual General Meeting of Shareholders for the approval of the dividend payment for the fiscal year 2024 performance from 1 January 2024 to 31 December 2024 in the form of cash dividend at the rate of THB 0.10 per share or not exceeding THB 117,800,004.50. The Board of Directors shall set the record date for the name list of shareholders who are eligible to receive the dividend on March 10, 2025 and the Company will pay the dividend on May 23, 2025 and approval to allocate a portion of its annual net profit as a reserve by no less than five (5) percent which is Baht 35,411,000.00 total legal reserves accumulated amount THB 59,171,000.00 representing 6.53 % of the registered capital.

Resolution : This agenda is required by the majority votes of the shareholders attending the meeting and casting their votes.

Agenda 4 : To consider the election of increasing the number of directors and appointing one new director.

Objective and Reason : The Company has plans to expand its business and investments to enhance its management capabilities and efficiency, as well as to foster sustainable growth in the future. After considering the appropriateness and benefits, it is proposed to the 2025 Annual General Meeting of Shareholders for approval of an increase in the number of directors and the appointment of 1 new director of the Company by proposing the appointment of **Mr. Sakol Pao-in** as a new director in the position of Director.

The Audit Committee has considered the qualifications of the persons nominated for the new director's position and undergoes a scrutiny and consideration process. meticulously and special expertise that benefits the Company's business, including past performance as directors and sub-committees. The new directors are qualified and do not have any prohibited characteristics under Section 68 of the Public Company Limited Act B.E. 2535 and the regulations of the Securities and Exchange Commission as well as being a person who does not have any prohibited qualifications in connection with the commission of criminal offenses concerning property committed dishonestly and transactions that may cause conflicts of interest with the Company and its subsidiaries. Details of nominated candidates for the new directors are presented in **Enclosure 2**.

After the proposal to appoint the new director is approved, the Company will have one additional director, increasing the total number of directors from 6 to 7. The Company will continue to maintain the proportion of one-third of independent directors on the board, with 4 independent directors out of 7 total directors, in compliance with the relevant regulations and practices. The list of the board of directors following the appointment of the new director will be as follows:

No.	List of the Board of Directors after appointment	Position
1.	Associate Professor Manop Bongsadadt	Independent Director / Chairman of the Board
2.	Mr.Wallop Sripaisal	Independent Director / Chairman of the Audit and Risk Management Committee
3.	Mr.Puripat Chumtham	Independent Director / Audit and Risk Management Committee
4.	Miss Sansanee Poolsawat	Independent Director / Audit and Risk Management Committee
5.	Mr.Supachoke Panchasarp	Director / Chairman of the Board of Directors / Chief Executive Officer (CEO)
6.	Mr.Chotikorn Panchasarp	Director / Executive Committee
7.	Mr.Sakol Pao-In	Director

Board's Opinion : The Board of Directors deemed it appropriate to propose to the 2025 Annual General Meeting of Shareholders for the approval of an increase in the number of directors and the appointment of 1 new director of the Company by proposing the appointment of Mr. Sakol Pao-in as a new director in the position of Director. After the proposal to appoint the new director is approved, the Company will have one additional director, increasing the total number of directors from 6 to 7. The Company will continue to maintain the proportion of one-third of independent directors on the board, with 4 independent directors out of 7 total directors.

The Board of Directors considered that Mr. Sakol Pao-in is a person with the qualifications of a director as specified by relevant laws, as well as being a person who does not have prohibited qualifications in relation to criminal offenses related to property which were committed honestly and transactions that may cause conflicts of interest with the Company, as well as having knowledge, abilities, experience and expertise in various fields. Including the past performance results that are of the greatest benefit to the Company's operations and such persons are not related persons or have any relationship with the Company and its subsidiaries. Details of nominated candidates for the new directors are presented in **Enclosure 2**.

Resolution : This agenda is required by the majority votes of the shareholders attending the meeting and casting their votes.

Agenda 5 : To consider the election of directors to replace those who are due to retire by rotation.

Objective and Reason : According to the Public Limited Companies Act, B.E. 2535 and an amendment, Section 71 and the Company's Articles of Association, Section 17. determine that, "every Annual General Meeting of Shareholders, the directors shall vacate the office at least one-third proportion. If the number of directors is not divisible to be identical to three portions, the directors shall vacate the office in nearest number to one-third. Furthermore, it prefers to appoint the director who vacates under paragraph one to resume director office if the Meeting selects to resume the office."

The Company has allowed the Shareholders to nominate a qualified person to be a candidate for a director to be considered for director election in advance from 15 November 2024 - 15 January 2025. However, it appeared that no shareholders had proposed any candidate to be considered for director election.

In 2025, the directors whose office term was due for retirement by rotation are as follows:

- 1) Mr.Supachoke Panchasarp Director / Chairman of the Executive Committee / Chief Executive Officer (CEO)
- 2) Mr.Chotikorn Panchasarp Director / Executive Committee

The Board excluding directors who have interests, has considered according to the opinion of the Audit Committee by considering the qualifications of the persons nominated for the position of directors individually and undergoing a scrutiny and consideration process. meticulously and special expertise that benefits the Company's business, including past performance as directors and sub-committees. All directors are qualified and do not have any prohibited characteristics under Section 68 of the Public Company Limited Act B.E. 2535 and the regulations of the Securities and Exchange Commission. as well as being a person who does not have any prohibited qualifications in connection with the commission of criminal offenses concerning property committed dishonestly and transactions that may cause conflicts of interest with the Company during his tenure as director.

Board's Opinion : The Board of Directors deemed it appropriate to propose to the 2025 Annual General Meeting of Shareholders for the approval to elect **(1) Mr.Supachoke Panchasarp** back to the position of Director / Chairman of the Executive Committee / Chief Executive Officer (CEO) and **(2) Mr. Chotikorn Panchasarp** back to the position of Director / Executive Committee for another term. Both directors have appropriate qualifications for operating the company's business in terms of professional skills and specialized expertise that are beneficial to the company's business, including their performance as directors and executive committee in the past, and are qualified to follow the laws related to the independent director requirements. Details of nominated candidates for directors are presented in **Enclosure 3**

Resolution : This agenda is required by the majority votes of the shareholders attending the meeting and casting their votes the two Directors individually

Agenda 6 : To consider and determine the remuneration of directors for the year 2025.

Objective and Reason : According to the Public Limited Companies Act, B.E. 2535 and an amendment, Section 90 determine that, "the remuneration shall be paid to the directors in accordance with the resolution of the Meeting of Shareholders, consisting of votes not less than two-third of total votes of attending shareholders" in accordance with the policy for determining the remuneration of the directors. The Company shall consider the appropriateness with entrusted obligation and responsibilities which can be compared with the listed companies in Stock Exchange of Thailand which are in the similar industry and business size. The remuneration of such directors/sub sub-committee members shall be adequate to motivate the quality directors who are capable for performing duties to attain the Company's business target and direction under transparent process and creation of confidence to shareholders."

Board's Opinion : The Board of Directors has considered the remuneration of directors for the year 2025 and resolved to approve according to the opinion of the Audit Committee, which considered based on the Company's director's remuneration policy as well as comparable to companies listed on the Stock Exchange of Thailand or is in the industry and businesses of similar size and considering the business expansion and the growth of the Company's performance, it is deemed appropriate to propose to the shareholders' meeting to consider and approve the annual remuneration for the year 2025, which is higher than the year 2024, with the following details:

Position	Monthly Allowance Board of Director (Baht/Person/Time)		Meeting Allowance (Baht/Person/Time)			
			Board of Director		Audit Committee	
	2025	2024	2025	2024	2025	2024
Chairman	15,000	15,000	15,000	15,000	15,000	10,000
Director	10,000	10,000	10,000	10,000	10,000	7,000

2. Other Benefits

- None -

However, the executive directors shall not be paid of remuneration.

Resolution : This agenda must be approved by the votes of no less than two-thirds (2/3) of the total votes of the shareholders attending the meeting and casting their votes.

Agenda 7 : To consider and approve the appointment of auditors and determination of the auditor fee for the year 2025.

Objective and Reason : According to the Public Limited Companies Act, B.E. 2535 and an amendment, Section 120 prescribing that auditor are appointed and audit fee are determined at the Meeting of Shareholders every year. In appointing the auditor, the former auditor can be re-appointed. In addition, Section 43. of the Company’s Articles of Association prescribes that the auditor must not be the director, staff, employee, or the person holding any position of the Company.

The Audit Committee considered and selected the auditor from D.I.A. International Audit Co., Ltd. to perform duty as the Company’s auditor for the year 2025 to ensure compliance of the auditing of the Company, Subsidiaries, and Joint Venture with the same auditing standard of the auditor and for the benefit of the preparation of consolidated statements of the Company, Subsidiaries, and Joint Venture.

The Audit Committee has reviewed and approved the proposal for the appointment of four auditors who meet the qualifications outlined by the Public Limited Companies Act and the Securities and Exchange Commission. These auditors do not hold shares in the Company, provide any services other than auditing, nor have any relationships or interests with the Company, its subsidiaries, executives, major shareholders, or related parties. As such, they are considered sufficiently independent to audit and provide opinions on the Company’s financial statements, including those of its subsidiaries and joint ventures. Furthermore, they possess the necessary expertise in auditing. In addition, the Audit Committee has considered the audit fee for the year 2025 and has proposed it to the Board of Directors for consideration and submission to the 2025 Annual General Meeting of Shareholders for appointment.

No.	List of Auditors	CPA License No	Year of auditor
1.	Miss Chonlakarn Chrityakierne	10925	None
2.	Mr. Wirote Satjathamnukul	5128	None
3.	Mr. Nopparoeck Pissanuwong	7764	None
4.	Suphaphorn Mangjit	8125	None

of the D.I.A. International Audit Co., Ltd., was to audit and comment on the Company’s financial statements for the year 2025, the 8th year, as well as being the auditor and commentator on its 4 Subsidiaries and 1 Joint Venture Company’s financial statements for the year 2025. The information of the proposed auditors for the year 2025 of D I A International Audit Co., Ltd as shown in **Enclosure 4**

Miss Chonlakarn Chrityakierne is the auditor who will sign and comment on the financial statements of the Company and subsidiaries for the year 2025, the 1st year, (the proposed year)

The determination of audit fees for the financial statements of the Company in the year 2025 would be 865,000.00 Baht (the new rate), which is 20,000 baht less than 2024, or a decrease of 2.26 percent, and 4 Subsidiaries and 1 Joint Venture in the year 2025 would be 1,545,000.00 Baht (the new rate), which is an increase of 30,000.00 baht from 2024, or an increase of 1.98 percent. This total increased from 2024 in the amount of 10,000 baht or 0.42%, which subsidiary and joint venture shall be responsible for the expenses

Other service fees (Non-audit fee) in 2025 (if any) will be considered from the type and amount of work that D.I.A. International Audit Co.,Ltd. provides.

Company	Detail	2025	2024	Increase / (Decrease)
Asset Five Group	Audit Fee	865,000	885,000	(20,000) (2.26%)
	Non-Audit Fee	Actual Fee	Actual Fee	-
4 Subsidiaries and 1 Joint Venture	Audit Fee	1,545,000	1,515,000	30,000 (1.98%)
	Non-Audit Fee	Actual Fee	Actual Fee	-
Total		2,410,000	2,400,000	10,000 (0.42%)

Board's Opinion : Appropriate for the Annual General Meeting of Shareholders to appoint the auditor and approve the remuneration of the auditor for the year 2025 to audit and comment on the financial statements of the Company and its subsidiaries, in accordance with the Audit Committee's proposal and opinion.

Resolution : This agenda is required by the majority votes of the shareholders attending the meeting and casting their votes.

Agenda 8 : To consider and approve the amendment to the Articles of Association of the Company

Objective and Reason : In order to ensure consistency and compliance with the law (Ministry Regulations prescribing the criteria and methods for the repurchase of shares, the sale of repurchased shares, and the cancellation of the repurchased shares of the Company (No. 2) B.E. 2565). The Company intends to amend Article 10 and 11 of its regulations. These amendments will pertain to the repurchase of shares, the sale of repurchased shares, and the deduction of repurchased shares. Following the amendment, the total number of the Company's regulations will remain at 50, as it was previously. The comparison of the existing and the proposed parts was detailed as follow;

Existing Wordings	Proposed Amendment
<p>Article 1. - Article 9.</p>	<p>No amendment</p>
<p>Article 10. The company is prohibited from owning or pledging its shares, except for shares that the company has repurchased in the following cases:</p> <p>(1) The company may buy back from dissenting shareholders who voted against the resolution of the shareholder meeting which amends the company's regulations regarding voting rights and the right to receive dividends which the shareholder considers that he or she has not been treated fairly, or</p> <p>(2) The company may buy back for financial management when the company has accumulated profits and excess liquidity and the repurchase of shares does not cause the company to face financial difficulties.</p> <p>However, the shares that the company owns are not counted as a quorum in shareholder meetings. The company will not have voting rights and is not counted as a vote, including no right to receive dividends for such shares.</p> <p>Regarding the repurchased shares, the company must sell the repurchased shares within the time specified in the law. If the repurchased shares are not sold or not completely sold within the specified time, the company must reduce its paid-up capital by writing off the portion of registered shares that could not be sold.</p>	<p>Article 10. The company is prohibited from owning or pledging its shares, except for shares that the company has repurchased in the following cases:</p> <p>(1) The company may buy back from dissenting shareholders who voted against the resolution of the shareholder meeting which amends the company's regulations regarding voting rights and the right to receive dividends which the shareholder considers that he or she has not been treated fairly, or</p> <p>(2) The company may buy back for financial management when the company has accumulated profits and excess liquidity and the repurchase of shares does not cause the company to face financial difficulties.</p> <p>However, the shares that the company owns are not counted as a quorum in shareholder meetings. The company will not have voting rights and <u>is not counted as a vote of the shareholders' meeting resolution including no right to receive dividends for such shares.</u></p> <p>Regarding the repurchased shares, the company must sell the repurchased shares within the time specified in the law. If the repurchased shares are not sold or not completely sold within the specified time, the company must reduce its paid-up capital by writing off the portion of registered shares that could not be sold.</p>

Existing Wordings	Proposed Amendment
<p>Article 11. In the case of buying back shares, approval must be obtained from the shareholder meeting. Except that the repurchase of shares does not exceed 10 percent of paid-up capital, it is the authority of the board of directors to approve the repurchase of shares.</p>	<p>Article 11. In the case of buying back shares <u>in each project</u>, approval must be obtained from the shareholder meeting. Except that the repurchase of shares does not exceed 10 percentage of <u>total shares outstanding</u>, it is the authority of the board of directors to approve the repurchase of shares.</p> <p><u>In the event that the number of shares repurchased by the company exceeds 10 percent of the total shares sold, the company shall repurchase shares within (1) one year from the date of receiving approval from the shareholder meeting.</u></p>
<p>Article 12. - Article 50.</p>	<p>No amendment</p>

In this regard, proposing the Annual General Meeting of Shareholders to consider and approve authorization to the Board of Directors and/or the Authorized Director and/or Chairman of the Executive Committee and/or persons appointed by the Board of Directors and/or Authorized Director and/or Chairman of the Executive Committee to have the power to register the amendment, add or change the contents of the Articles of Association as instructed by the Public Company Registrar, as necessity and appropriateness, to the extent that it does not prejudice the essence of such Articles and completing the proceedings about such cases.

Board’s Opinion : The Board of Directors deemed it appropriate to propose to the 2025 Annual General Meeting of Shareholders to consider and approve the amendment/addition of the Company’s Articles of Association Article 10. - Article 11. as proposed, to be clarified, flexible, and in line with the newly amended laws, as well as the authorization as proposed above.

Resolution : This agenda must be approved by the votes of no less than thirds-fourth (3/4) of the total votes of the shareholders attending the meeting and casting their votes.

Agenda 9 : **To consider and approve the decrease of the Company’s registered capital by canceling unissued ordinary shares of the Company and the amendment of Clause 4 under the Company’s Memorandum of Association to be in line with the decrease of the Company’s registered capital**

Objective and Reason : To comply with the Public Limited Companies Act B.E. 2535 (as amended), before the Company can proceed with the new capital increase, the Company must first decrease the Company’s registered capital by canceling unissued ordinary shares. Therefore, the Company must decrease of registered capital by 120,938,401.50 baht from 906,135,934.50 baht to 785,197,533.00 baht by eliminating 241,876,946 ordinary shares unsold registered common shares with a par value of 0.50 baht per share, which is additional ordinary shares previously issued to support the exercise of the rights of warrants to purchase ordinary shares of Asset Five Group Public Company Limited No. 2 (A5-W2) and No. 3 (A5-W3), which has been exercised for the last time already, and amending Clause 4. of the memorandum of association of the company to comply with the company’s registered capital increase, as well as the authorization.

In this regard, proposing the 2025 Annual General Meeting of Shareholders to consider and approve authorization to the Board of Directors and/or the Authorized Director and/or Chairman of the Executive Committee and/or persons appointed by the Board of Directors and/or Authorized Director and/or Chairman of the Executive Committee to have the power to take any action as necessary and related to the decrease of registered capital of the Company, including amending Clause 4. of the Company Memorandum of Association to be in line with the decrease of registered capital.

Board's Opinion : The Board of Directors deemed it appropriate to propose to the 2025 Annual General Meeting to consider and approve the decrease of registered capital from 906,135,934.50 baht to 785,197,533.00 baht by eliminating 241,876,946 ordinary shares unsold registered common shares with a par value of 0.50 baht per share, which is additional ordinary shares previously issued to support the exercise of the rights of warrants to purchase ordinary shares of Asset Five Group Public Company Limited No. 2 (A5-W2) and No. 3 (A5-W3), which has been exercised for the last time already, and amending Clause 4. of the memorandum of association of the company to comply with with the decrease of registered capital, as well as the authorization.

From :

Registered Capital	906,135,934.50	Baht	(Nine hundred and six million one hundred and thirty-five thousand nine hundred and thirty-four baht and fifty satang)
Divided Into	1,812,271,869	Shares	(One thousand eight hundred and twelve million two hundred and seventy one thousand eight hundred and sixty nine shares)
Par Value per Share	0.50	Baht	(Zero point five zero Baht)
Ordinary Shares	1,812,271,869	Shares	(One thousand eight hundred and twelve million two hundred and seventy one thousand eight hundred and sixty nine shares)
Preferred Shares	(None)		

New :

Registered Capital	785,197,533.00	Baht	(Seven hundred eighty-five million one hundred ninety-seven thousand five hundred thirty-three baht)
Divided Into	1,570,395,066	Shares	(One billion five hundred and seventy million three hundred and ninety five thousand sixty six shares)
Par Value per Share	0.50	Baht	(Zero point five zero Baht)
Ordinary Shares	1,570,395,066	Shares	(One billion five hundred and seventy million three hundred and ninety five thousand sixty six shares)
Preferred Shares	(None)		

Resolution : This agenda must be approved by the votes of no less than thirds-fourth (3/4) of the total votes of the shareholders attending the meeting and casting their votes.

Agenda 10 : To consider and approve the issuance and allocation of the warrants to purchase the newly issued ordinary shares of Asset Five Group Public Company Limited No.5 (A5-W5) to the existing shareholders of the Company on a pro-rata basis to their respective shareholdings (Rights Offering).

Objective and Reason : To prepare for readiness and enhance the financial strength of the Company so that the Company has financial flexibility in proceeding with its projects relating to the Company business, as well as to reserve funds to be used as working capital when the warrant holders exercise their rights under the Warrants to purchase the ordinary shares of the Company, the Company proposes the issuance of the Company's warrants for ordinary shares A5-W5 not exceeding 241,876,946 units, for offering to existing shareholders of the Company in proportion to their respective shareholdings as the following details:

The issuance and allocation of the warrants to purchase the newly issued ordinary shares of Asset Five Group Public Company Limited No.5 (A5-W5) (the "A5-W5 Warrants") in the amount of not exceeding 241,876,946 units, to the existing shareholders of the Company on a pro rata basis to their respective shareholdings (rights offering), at no cost, at the allocation ratio of 5 existing ordinary shares for 1 unit of the A5-W5 Warrants (in calculating the number of the A5-W5 Warrants to be allocated to each shareholder, any fractions derived from the calculation based on the allocation ratio shall be rounded down.) The term of the A5-W5 Warrants shall be 24 Months from the issuance date. The exercise ratio is 1 unit of the A5-W5 Warrants for 1 ordinary share at the exercise price of THB 2.00 per share. A summary of the key features of the A5-W5 Warrants is as set out in **Enclosure 5**.

In addition, the meeting resolved to set the date of determining the names of shareholders who are entitled to receive the allocation of A5-W5 Warrant (Record Date) on **March 10, 2025**.

The Board of Director and/or Executive Committee and/or any person authorized by the Board of Directors or the Executives Committee shall be authorized to determine criteria, conditions and other details of the warrants which including but not limited to the date of issuance and offering of warrants, the first and last exercise date, the exercise of right to convert the warrant to purchase ordinary shares, determination of conditions and other details related to exercise price adjustment and exercise ratio, to negotiate, agree and sign the relevant documents and agreements, as well as perform any action as deemed necessary and appropriate with respect to the issuance and allotment of the warrant to purchase ordinary shares, including listing the warrant and ordinary shares from the exercise of the warrant on the SET, also to execute the application to the relevant authorities.

Board's Opinion : The Board of Directors deemed it appropriate to propose to the 2025 Annual General Meeting consider and approve the issuance of the Company's warrants for ordinary shares A5-W5 not exceeding 241,876,946 units for offering to existing shareholders of the Company in proportion to their respective shareholdings as detailed in **Enclosure 5**, as well as the authorization as proposed above.

Resolution : This agenda must be approved by the votes of no less than thirds-fourth (3/4) of the total votes of the shareholders attending the meeting and casting their votes.

Agenda 11: To consider and approve the increase of registered capital of the Company to accommodate the exercise of warrants representing the right to purchase newly issued ordinary shares of the Company No.5 (A5-W5) and the amendment to Clause 4. of the Company Memorandum of Association to be in line with the increase of registered capital.

Objective and Reason : In order to increase the registered capital of the company in the amount of 120,938,473.00 baht by increasing the registered capital from 785,197,533.00 baht to a new registered capital of 906,136,006.00 baht by issuing 241,876,946 ordinary shares with a par value of 0.50 baht per share to accommodate the exercise of warrants representing the right to purchase newly issued ordinary shares of the Company No.5 (A5-W5).

In this regard, proposing the 2025 Annual General Meeting to consider and approve authorization to the Board of Directors and/or the Authorized Director and/or Chairman of the Executive Committee and/or persons appointed by the Board of Directors and/or Authorized Director and/or Chairman of the Executive Committee to have the power to take any action as necessary and related to increase of registered capital of the Company, including amending Clause 4. of the Company Memorandum of Association to be in line with the increase of registered capital.

Board's Opinion : The Board of Directors deemed it appropriate to propose to the 2025 Annual General Meeting to consider and approve the increase of registered capital and the allocation of new shares by increasing the registered capital from 785,197,533.00 baht to 906,136,006.00 baht by issuing 241,876,946 ordinary shares with a par value of 0.50 baht per share to accommodate the exercise of warrants representing the right to purchase newly issued ordinary shares of the Company No.5 (A5-W5) and amending Clause 4. of the memorandum of association of the company to comply with the decrease of registered capital, as well as the authorization as proposed above.

From :

Registered Capital	785,197,533.00	Baht	(Seven hundred eighty-five million one hundred ninety-seven thousand five hundred thirty-three baht)
Divided Into	1,570,395,066	Shares	(One billion five hundred and seventy million three hundred and ninety five thousand sixty six shares)
Par Value per Share	0.50	Baht	(Zero point five zero Baht)
Ordinary Shares	1,570,395,066	Shares	(One billion five hundred and seventy million three hundred and ninety five thousand sixty six shares)
Preferred Shares	(None)		

New :

Registered Capital	906,136,006.00	Baht	Nine hundred and six million one hundred and thirty-five thousand nine hundred and thirty-four baht and fifty satang)
Divided Into	1,812,272,012	Shares	(One billion eight hundred and twelve million two hundred and seventy two thousand twelve shares)
Par Value per Share	0.50	Baht	(Zero point five zero Baht)
Ordinary Shares	1,812,272,012	Shares	(One billion eight hundred and twelve million two hundred and seventy two thousand twelve shares)
Preferred Shares	(None)		

Resolution : This agenda must be approved by the votes of no less than thirds-fourth (3/4) of the total votes of the shareholders attending the meeting and casting their votes.

Agenda 12 : To consider and approve the allocation of newly issued ordinary shares for supporting the exercising of the Company's A5-W5

Objective and Reason : To support the exercise of rights according to the exercising of Warrants to purchase ordinary shares of the Company No.5 (A5-W5), the 2025 Annual General Meeting to consider and approve the allocate of the newly issued ordinary shares not exceeding 241,876,946 shares at the par value of THB 0.50 per share to existing shareholder proportionately to their respective shareholding in the amount not exceeding 241,876,946 shares, at no cost.

In this regard, proposing the 2025 Annual General Meeting to consider and approve authorization to the Board of Directors and/or the Authorized Director and/or Chairman of the Executive Committee and/or persons appointed by the Board of Directors and/or Authorized Director and/or Chairman of the Executive Committee to have the power to take any action as necessary and related to the allocation of newly issued ordinary shares until completion.

Board's Opinion : The Board of Directors deemed it appropriate to propose to the 2025 Annual General Meeting to consider and approve the allocation of newly issued ordinary shares for supporting the exercising of the Company's A5-W5 not exceeding 241,876,946 ordinary shares with a par value of 0.50 baht as detailed in **Enclosure 6**, as well as the authorization as proposed above.

Resolution : This agenda is required by the majority votes of the shareholders attending the meeting and casting their votes.

Agenda 13 : To consider other matters (if any).

The Company has invited shareholders to propose an agenda and nominate directors in advance via the Company website from 15 November 2024 to 15 January 2025. There was no proposal of the Agenda and the nominate directors of the 2025 Annual General Meeting of Shareholders submitted to the Company.

The Company has set the date of determining the names of shareholders who have the right to attend the 2025 Annual General Meeting of Shareholders (Record Date) on March 10, 2025

The Company would like to invite shareholders to attend the 2025 Annual General Meeting of Shareholders by electronic means (E-AGM) (Meeting) which will be held on Tuesday, April 29, 2025 at 10:00 a.m. The Company will start opening the meeting participation system from 9:00 a.m.

In case of the shareholders are unable to attend the meeting, please appoint any other person or any one of the Independent Directors to attend the meeting with Proxy Form (**Enclosure 8**). Please select only one Form. Anyway, split of shares to several proxies to vote in the meeting is not allowed. Shareholder shall authorize the proxy holder to cast the votes equal to the total number of shares held by shareholder. Authorizing less than the total number of shares is not allowed except for the custodian appointed by foreign shareholder in accordance with proxy form C.

Registration for E-AGM will be opened in advance via the IR Plus AGM Application system **from 9 April 2025 at 08.00 a.m. onwards or send documents for pre-registration by Friday, April 25, 2025**. The shareholders shall study the Procedures and instructions for attending the AGM and related Articles of Association (details as shown in **Enclosure 7**). If shareholders have any queries, please submit the questions regarding the Meeting agenda before the Meeting via E-mail: ir@assetfive.co.th

For the 2025 Annual General Meeting of Shareholders, the company used the IR Plus AGM Application system of the Stock Exchange of Thailand, a service provider that has been certified by the Electronic Transactions Development Agency (ETDA) for the Standards for Maintaining Security of meetings via electronic control system.

Please be informed accordingly,

Yours sincerely,

Asset Five Group Public Company Limited



(Associate Professor Manop Bongsadadt)

Chairman of the Board



Form 56-1 One Report and Financial Statements for the year 2024



Minutes of the Extraordinary General Meeting of Shareholders

No. 1/2024

Enclosure 2

Information on candidates for new director positions

Name : Mr. Sakon Pao-in (61 years old)
Nationality : Thai
Appointment of Nominated : Director
Appointed : 29 April 2025

Shareholding	1 Jan 2024 (Shares / %)	31 Dec 2024 (Shares / %)	Change Increase / (Decreases) (Share / %)
Director	- None -	- None -	- None -
Spouse	- None -	- None -	- None -
Immature Children	- None -	- None -	- None -

Guidelines / Selection : Appropriately considered under the rules set by the Audit Committee and proposed to the Board of Directors for approval.

Education :

Bachelor Degree - Bachelor of Law, Thammasat University
Certificate - Barrister-at-Law, The Institute of Legal Education, Thai Bar Association.

Training Programs organized by Thai Institute of Directors (IOD) :

- Advance Audit Committee Program
- Director Certification Program
- Director Accreditation Program

Board Member / Management in Other Listed Company :

1 Company

1. Director and Audit Committee Member of PCN Corp Public Company Limited
Type of Business : Road, bridge, and tunnel construction

Board Member / Management in Non-Listed Company :

- None -

A position as a Director / Executive in another business that may create a conflict of interest or constitute business competition with the company.

- None -

Family Relations among Directors and Executives :

- None -

Experience (In the past - present) :

2017 - Present Director and Audit Committee, PCN Corp. Public Company Limited
2011 - 2017 Senior Assistant Managing Director, Grand Canal Land Public Company Limited
2004 - 2011 Director and Company Secretary, Prinsiri Public Company Limited

Expertise :

Corporate Governance / Strategic Management / Law

Tenure of Directors in A5 : To be appointed at the 2025 Annual General Meeting of shareholders.

Legal Dispute During the Past 10 years : - None -

The Agendas of this Meeting : A person nominated to be a new director in agenda 4

Information of individuals nominated as directors to replace directors retire by rotation.

Name : Mr. Supachoke Panchasarp (Age 43 years)
Nationality : Thai
Appointment of Nominated : Director / Chairman of the Executive Committee / Chief Executive Officer (CEO)
Appointed : 27 April 2018

Shareholding	1 Jan 2024 (Shares / %)	31 Dec 2024 (Shares / %)	Change Increase / (Decreases) (Share / %)
Director	480,871,155 / 39.76	452,677,655 / 37.43	(28,193,500) / (2.33)
Spouse	50,934,367 / 4.21	76,934,367 / 6.36	26,000,000 / 2.15
Immature Children	- None -	- None -	- None -

Guidelines / Selection : Appropriately considered under the rules set by the Audit Committee and proposed to the Board of Directors for approval.

Education :

Master Degree - Master of Real Estate Business Program (MRE 6), Thammasart University

Bachelor Degree - Bachelor of Business Administration (Marketing), Assumption University

Training Programs organized by Thai Institute of Directors (IOD) :

- Director Accreditation Program (DAP) 163/2019

Board Member / Management in Other Listed Company : - None -

Board Member / Management in Non-Listed Company : 5 Companies

1. Director of Tonson Development Company Limited Type of Business : Property Development
2. Director of Rachaya Real Estate Company Limited Type of Business : Property Development
3. Chairman of the Director of Asset Five Development Company Limited Type of Business : Property Development
4. Director of A5 Design Company Limited Type of Business : Construction Contractors and Interior design
5. Director of A5 Property Management Company Limited Type of Business : Real Estate Management

A position as a Director / Executive in another business that may create : - None -

a conflict of interest or constitute business competition with the company.

relations among Directors and Executives : - None -

Experience (In the past - present) :

- 2025 - Present : Director, A5 Property Management Company Limited
- 2023 - Present : Director / Chairman of the Executive Committee / Chief Executive Officer (CEO),
Asset Five Group Public Company Limited
- 2023 - Present : Chairman of the Board / Chief Executive Officer (CEO), Asset Five Development Company Limited
- 2023 - Present : Director, A5 Design Company Limited
- 2018 - Present : Director, Tonson Development Company Limited
- 2017 - Present : Director, Rachaya Real Estate Company Limited
- 2015 - Present : Vice President and Executive Director, Thai Real Estate Organization (TREA)
- 2018 - 2023 : Director / Chairman of the Executive Committee / Managing Director, Asset Five Group Public Company Limited
- 2018 - 2018 : Director, Asset Five Holding Company Limited
- 2013 - 2023 : Chairman of the Board / Managing Director, Asset Five Development Company Limited

Tenure of Directors in A5 : The duration of his previous tenure up till the present was totally 7 years and his duty to serve in full term should be 3 years more. The total terms of his tenure would be 10 consecutive years. (27 April 2018 – 28 April 2022 / 28 April 2022 – Present)

Meeting Attendance of 2024

The 2024 AGM 1 time of total 1 time (100%) / The EGM No. 1/2024 1 time of total 1 time (100%) / Board of Director 11 times of total 11 times (100%) and Executive Committee 22 times of total 22 times (100%)

Legal Dispute During the Past 10 years : - None -

Conflict of Interest in the Agendas of this Meeting : A person nominated to be a director in agenda 5

Information of individuals nominated as directors to replace directors retire by rotation.

Name : Mr. Chotikorn Panchasarp (Age 45 years)
Nationality : Thai
Appointment of Nominated : Director / Executive Committee
Appointed : 13 May 2022

Shareholding	1 Jan 2024 (Shares / %)	31 Dec 2024 (Shares / %)	Change Increase / (Decreases) (Share / %)
Director	60,500,000 / 5.00	71,500,000 / 5.91	11,000,000 / 0.91
Spouse	- None -	- None -	- None -
Immature Children	- None -	- None -	- None -

Guidelines / Selection : Appropriately considered under the rules set by the Audit Committee and proposed to the Board of Directors for approval.

Education :

Master Degree - Master of Business Administration London International College 2006

Bachelor Degree - Bachelor of Art in Political Science, Ramkhamhaeng University
 - Bachelor of Arts in Business Administration University of Glamorgan, London International College 2003

Training Programs organized by Thai Institute of Directors (IOD) :

- Director Accreditation Program (DAP) 2022

Board Member / Management in Other Listed Company :

1. Director of Fit Demy Company Limited	6 Companies Type of Business : Publishing and Distribution through Online
2. Director of JT&P Holding Company Limited	Type of Business : Real Estate Investment
3. Director of Asset Five Development Company Limited	Type of Business : Property Development
4. Executive Director, Soyoo Food Company Limited	Type of Business : Food and Beverage Service Operations
5. Executive Director, ZO-ONE (Thailand) Company Limited	Type of Business : Wholesale and Retail Trade
6. Director of A5 Property Management Company Limited	Type of Business : Real Estate Management

Board Member / Management in Non-Listed Company :

- None -

A position as a Director / Executive in another business that may create :

- None -

a conflict of interest or constitute business competition with the company.

Family Relations among Directors and Executives :

- None -

Experience (In the past - present) :

2022 - Present : Director / Executive Committee, Asset Five Group Public Company Limited
 2022 - Present : Director / Executive Committee, Asset Five Development Company Limited
 2022 - Present : Executive Director, Soyoo Food Company Limited
 2023 - Present : Executive Director, Sowan Company Limited
 2018 - Present : Director, Fit Demy Company Limited
 2014 - Present : Director, JT&P Holding Company Limited
 2013 - 2015 : Honorary Advisor of Commander-in-Chief of the Royal Police, Pol. Lt. Gen. Satawat Hiranburana, Suan Chitlada, Dusit Subdistrict, Dusit District, Bangkok
 2016 - 2022 : Assistant Manager, Thailand National Futsal Team
 2017 - 2019 : Advisory of Crime Prevention and Suppression Steering Committee Royal Thai Police
 2016 - 2019 : Honorary Advisor of Pol Gen Chalermkiat Sriworakhan, Deputy National Police Chief
 2016 - 2017 : Advisory of Natural Resources and Environmental Crime Suppression Division (NED)
 2014 - 2016 : Executive Committee, Adamas Real Estate Company Limited
 2012 - 2013 : Honorary advisor, Secretary-General of the Office of the Anti-Corruption Commission in the Public Sector (NACC)
 2004 - 2014 : Director, Paragon Land Company Limited

Tenure of Directors in A5 : The duration of his previous tenure up till the present was totally 2 years 11 months and his duty to serve in full term should be 3 years more. The total terms of his tenure would be 5 consecutive years 11 months. (15 May 2021 - Present)

Meeting Attendance of 2024

The 2024 AGM 1 time of total 1 time (100%) / The EGM No. 1/2024 1 time of total 1 time (100%) / Board of Director 11 times of total 11 times (100%) and Executive Committee 22 times of total 22 times (100%)

Legal Dispute During the Past 10 years :

- None -

Conflict of Interest in the Agendas of this Meeting

: A person nominated to be a director in agenda 5

**Information of the proposed auditors for the year 2025
of D I A International Audit Co., Ltd**

1. Miss Miss Chonlakarn Chrityakierne Certified Public Accountant No.10925	
Education	- Master Degree of MBA The Wharton school, University of Pennsylvania - Bachelor Degree of Accountancy, Chulalongkorn University
Experiences	2022 - Present Partner, DIA International Auditing Co., Ltd. 2023 - Present Assistant Director of Accounting and Finance, Thai Edible Oil Co., Ltd. 2019 - 2023 Shopee (Thailand) Co., Ltd. 2022 - 2023 Manager of Return Refund and Risk Management Department 2021 - 2022 Manager of Fraud and Risk Management Department 2019 - 2021 Manager of Customer Experience and Payment Department 2017 - 2019 Consultant, The Boston Consulting Group (Thailand) Co., Ltd. 2013 - 2021 Manager, DIA International Auditing Co., Ltd. 2011 - 2013 Senior Assistant Auditor, PricewaterhouseCoopers ABAS Co., Ltd. 2009 - 2011 Assistant Auditor, PricewaterhouseCoopers ABAS Co., Ltd.
Years of Auditors	None
Relationship or interest with the Company, subsidiaries, executives, major shareholders, or related persons of such persons which may result in inability to perform duties independently. - None -	
2. Mr. Wirote Satjathamnukul Certified Public Accountant No.5128	
Education	- Bachelor of Accountancy, Ramkhamhaeng University - Certificate of Advance Auditing, Thammasat University
Experiences	2010 - Present Partner, D I A International Audit Company Limited 2003 - 2009 Manager, D I A International Audit Company Limited 1991 - 2002 Audit Staff, D I A International Audit Company Limited
Years of Auditors	None
Relationship or interest with the Company, subsidiaries, executives, major shareholders, or related persons of such persons which may result in inability to perform duties independently. - None -	
3. Mr. Nopparoek Pissanuwong Certified Public Accountant No.7764	
Education	- Bachelor Degree of accountancy , Bangkok University - Master of Accountancy, Chulalongkorn University - Certificate of Advance Auditing, Chulalongkorn University
Experiences	2010 - Present Senior Partner and trainers D I A International Audit Company Limited 2535 - 2554 Partner D I A Audit Company Limited
Years of Auditors	None
Relationship or interest with the Company, subsidiaries, executives, major shareholders, or related persons of such persons which may result in inability to perform duties independently. - None -	
4. Miss Suphaphorn Mangjit Certified Public Accountant No.8125	
Education	-Bachelor of Business Administration(Accountancy), Ramkhamhaeng University - Master of Business Administration(Finance and Banking), Ramkhamhaeng University
Experiences	2010-Present Partner at Office at D I A International Auditing 1995-2010 Managing Auditor of D I A International Audit Company Limited
Years of Auditors	None
Relationship or interest with the Company, subsidiaries, executives, major shareholders, or related persons of such persons which may result in inability to perform duties independently. - None -	

Enclosure 5

**Key Features in relation to the Issuance and Allocation of Warrants to Purchase
the Newly Issued Ordinary Shares of Asset Five Group Public Company Limited No.5 (A5-W5)**

Item	Detail
Issuer	Asset Five Group Public Company Limited (The "Company")
Name	Warrants to purchase the newly issued ordinary shares of Asset Five Group Public Company Limited No. 5 (A5-W5) (the "A5-W5 Warrants")
Type	In named certificate and transferable
Allocation methods	<p>The A5-W5 Warrants shall be issued and allocated to the existing shareholders of the Company on a pro-rata basis to their respective shareholdings (Rights Offering) (after being approved by the 2025 AGM, which will be held on April 29, 2025) at no cost, at the allocation ratio of 5 existing ordinary shares for 1 unit of the A5-W5 Warrants. The Company will issue and allocate the A5-W5 Warrants to the shareholders whose names appear as shareholders of the Company on the date for determining the names of shareholders who shall be entitled to receive the A5-W5 Warrants on March 10, 2025.</p> <p>In calculating the number of A5-W5 Warrants to be allocated to each shareholder, any fractions derived from the calculation based on the allocation ratio set forth shall be rounded down. For instance, in the case of a shareholder holding 101 shares, if calculated based on the warrant allocation ratio, shall be equal to 20.2 (101 divided by 5). In this regard, the fractions of 0.20 shall be rounded down and 20 units of A5-W5 Warrants will be allocated to such shareholders.</p>
Number of warrants issued	<p>Up to 241,876,946 Unit</p> <p>Remark: The maximum number of up to 241,876,946 units of the A5-W4 Warrants that the Company will issue is calculated based on the maximum number of shares that may be issued and outstanding as of the date for determining the names of shareholders who shall be entitled to receive the A5-W5 Warrants divided by the warrant allocation ratio of 5 existing ordinary shares for 1 unit of A5-W5 Warrants. As of February 24, 2025 (the date on which the Board of Directors resolved to propose the issuance and allocation of the A5-W5 Warrants to the 2025 AGM), the Company has a total issued shares of 1,209,384,734 shares.</p>
Price per unit	Baht 0 (at no cost)
Exercise ratio	1 unit of A5-W5 Warrants for 1 ordinary share, unless the exercise ratio is adjusted otherwise pursuant to the conditions concerning the rights adjustment.
Exercise price	Baht 2.00 per share, unless the exercise price is adjusted otherwise pursuant to the conditions concerning the rights adjustment.
Issuance Date	To be determined by the Board of Directors or the Executive Committee or the person authorized by the Board of Directors or the Executive Committee.
Term of the Warrants	24 months from the issuance date. The Company shall not extend the term of the A5-W5 Warrants after the issuance.

Item	Detail
Exercise period and Date	The A5-W5 warrant holders may exercise the warrant on the last business day of June 2026, after the issuance date of the warrant throughout the term of the warrant (Exercise Date). The first exercise date will be the last business day of June 2026 after the issuance date of the warrant (the First Exercise Date) and the last exercise date will be on the maturity date of the warrant (the Last Exercise Date). In case the Exercise Date does not fall on a business day of the Company, it shall be postponed to the next business day unless it is the last exercise of the warrant, it shall be made on the last business day preceding the maturity date.
Period for the notification of the intention to exercise the Warrants	The warrant holders who wish to exercise their rights to purchase the newly issued ordinary shares of the Company shall deliver notification of intention to exercise the A5-W4 Warrants from 8.30 a.m. until 3.30 p.m. within the period of 5 business days prior to each Exercise Date, save for the last Exercise Date in which the notification of intention to exercise the A5-W5 Warrants shall be delivered during 8.30 a.m. until 3.30 p.m. within the period of 15 business days prior to the last Exercise Date.
Irrevocability of the notification of intention to exercise the Warrants	The intention to exercise the A5-W5 Warrants shall be irrevocable upon the notification of the intention to exercise the A5-W5 Warrants is served.
Numbers of ordinary shares reserved to accommodate the exercise of the Warrants	<p>The number of ordinary shares reserved for the A5-W5 Warrants in the amount of not exceeding 241,876,946 shares with a par value of Baht 0.50 per share, when combined with the number of ordinary shares reserved for the warrants to purchase the newly issued ordinary shares of Asset Five Group Public Company Limited No.4 (A5-W4) in the amount of 361,010,332 shares, would be equivalent to 49.85% of the total shares issued by the Company. Calculation method for the ratio of reserved shares:</p> $= \frac{\text{Number of shares reserved for A5-W4} + \text{Number of shares reserved for A5-W5}}{\text{Number of total shares issued of the Company}}$ $= \frac{361,010,332 + 241,876,946}{1,209,384,734}$ $= 49.85\%$
Warrant registrar	Thailand Securities Depository Company Limited or any person duly appointed to act as the registrar of the A5-W5 Warrants
Secondary market of the Warrant	The Company will list the A5-W5 Warrants on the SET.
Secondary market of the shares issued upon the exercise of the Warrants	The Company will list the ordinary shares issued upon the exercise of the A5-W5 Warrants on the SET.
Dilution effects	<p>The effect on shareholders shall be considered in the following 8 cases:</p> <p>Case 1 Issuance and allocation of A5-W4 and A5-W5 warrants where existing shareholders exercise the rights to purchase all ordinary shares.</p> <p>Case 2 Issuance and allocation of the warrants A5-W4 and A5-W5, where individuals other than the existing shareholders are the ones exercising their rights to purchase all ordinary shares.</p>

Item	Detail
<p>Dilution effects (Cont.)</p>	<p>Case 3 Issuance and allocation of the warrants A5-W5, where individuals other than the existing shareholders are the ones exercising their rights to purchase all ordinary shares.</p> <p>Case 4 Issuance and allocation of the warrants A5-W4 and A5-W5, where individuals other than the existing shareholders are the ones exercising their rights to purchase all ordinary shares</p> <p>1. Control Dilution</p> <p>Calculation formula: $\text{Control Dilution} = Qw / (Qo + Qw)$ </p> <p>Qo = Number of the existing ordinary shares which is equivalent to 1,209,384,734 shares as of 24 February 2025, which is the date on which the Board of Directors' Meeting resolved to approve the issuance and offering for sale of A5-W5 warrants.</p> <p>Qw = Number of new ordinary shares increased from the exercise of A5-W4 and/or A5-W5 warrants, which in each case equals.</p> <ul style="list-style-type: none"> - Case 2: Qw2 = 361,010,332 shares, which is the number of ordinary shares increased from the exercise of all A5-W4 warrants. - Case 3: Qw3 = 241,876,946 shares, which is the number of ordinary shares increased from the exercise of all A5-W5 warrants. - Case 4: Qw4 = 602,887,278 shares, which is the number of ordinary shares increased from the exercise of all A5-W4 and A5-W5 warrants <p>Therefore,</p> <p>Case 1: Control Dilution is Zero Case 2: Control Dilution is 22.99% Case 3: Control Dilution is 16.67% Case 4: Control Dilution is 33.27%</p> <p>2. Price Dilution</p> <p>Calculation formula: $\text{Price Dilution} = (\text{market price before offering for sale} - \text{market price after offering for sale}) / \text{market price before offering for sale}$ </p> <p>Price Dilution = $(Po - Pn) / Po$</p> <p>Po = THB 2.51 per share, which is the weighted average price of the Company's ordinary share traded during the period of 15 consecutive business days prior to (but not including) the date of the Board of Directors' Meeting held on 24 February 2025 (from 31 January 2025 - 21 February 2025)</p> <p>Pn = the average price of all ordinary shares after the exercise of A5-W4 and/or A5-W5 warrants, which in each case equals</p>

Item	Detail
Dilution effects (Cont.)	<p>- Case 1 and 4: $(P_o \times Q_o) + (\text{Exercise price of A5-W4} \times 361,010,332 \text{ shares}) + (\text{Exercise price of A5-W5} \times 241,876,946 \text{ shares}) / (Q_o + 602,887,278 \text{ shares})$, which equals THB 2.64 per share</p> <p>- Case 2 : $(P_o \times Q_o) + (\text{Exercise price of A5-W4} \times 361,010,332 \text{ shares}) / (Q_o + 361,010,332 \text{ shares})$, which equals THB 2.73 per share</p> <p>- Case 3 : $(P_o \times Q_o) + (\text{Exercise price of A5-W5} \times 241,876,946 \text{ shares}) / (Q_o + 241,876,946 \text{ shares})$, which equals THB 2.42 per share</p> <p>From case 3, since the exercise price of the A5-W5 warrant is 2.00 baht per share, which is lower than the market price of 2.51 baht per share, it will result in a price dilution effect of 3.59 percent, with calculation details as follows:</p> $\text{Price Dilution} = \frac{(\text{market price before offering for sale} - \text{market price after offering for sale})}{\text{market price before offering for sale}}$ <p>Therefore, the share price dilution (Price Dilution) = $(2.51 - 2.42) / 2.51 = 3.59\%$.</p> <p>3. EPS Dilution</p> <p>Calculation formula:</p> $\text{EPS Dilution} = (\text{EPS}_o - \text{EPS}_n) / \text{EPS}_o$ <p>$\text{EPS}_o = \text{Net profit} / Q_o = \text{net profit for the last 4 quarters of the Company equivalent to THB 453,283,116 divided by 1,209,384,734 shares, resulting in THB 0.37 per share}$</p> <p>$\text{EPS}_n = \text{Net profit} / (Q_o + Q_w)$, which in each case equals</p> <ul style="list-style-type: none"> - Case 1 and 4 : $\text{Net profit} / (Q_o + 602,887,278) = \text{net profit for the last 4 quarters of the Company equivalent to THB 453,283,116 divided by 1,812,272,012 shares, resulting in THB 0.25 per share}$ - Case 2 : $\text{Net profit} / (Q_o + 361,010,332) = \text{net profit for the last 4 quarters of the Company equivalent to THB 453,283,116 divided by 1,570,395,066 shares, resulting in THB 0.29 per share}$ - Case 3 : $\text{Net profit} / (Q_o + 241,876,946) = \text{net profit for the last 4 quarters of the Company equivalent to THB 453,283,116 divided by 1,451,261,680 shares, resulting in THB 0.31 per share}$ <p>Therefore,</p> <p>Case 1 : $\text{EPS Dilution} = (0.37 - 0.25) / 0.37 = 33.27$</p> <p>Case 2 : $\text{EPS Dilution} = (0.37 - 0.29) / 0.37 = 22.99$</p> <p>Case 3 : $\text{EPS Dilution} = (0.37 - 0.31) / 0.37 = 16.67$</p> <p>Case 4 : $\text{EPS Dilution} = (0.37 - 0.25) / 0.37 = 33.27$</p>

Item	Detail
<p>Events that require the issuance of new shares to accommodate the rights adjustment</p>	<p>When the Company adjusts the exercise price and/or the exercise ratio pursuant to the conditions concerning the rights adjustment as stipulated in the Terms and Conditions Governing the Rights and Obligations of the Issuer and Holders of the Warrants to Purchase the Newly Issued Ordinary Shares of Asset Five Group Public Company Limited No. 5 (A5-W5) (the "Terms and Conditions"), which resemble the events stipulated in Clause 11 (4)(b) of the Notification of the Capital Market Supervisory Board No. Tor Jor. 34/2551 Re: Application for and Approval of Offer for Sale of Warrants to Purchase Newly Issued Shares and Shares Issuable upon the Exercise of Warrants dated December 15, 2008 (as amended).</p>
<p>Rights adjustment of the Warrants</p>	<p>The Company will be required to adjust the exercise price and/or the exercise ratio upon the occurrence of any of the following events :</p> <p>(a) in the event of any change in the par value of the Company's ordinary share as a result of a consolidation or a split of shares.</p> <p>(b) in the event that the Company offers ordinary shares to its existing shareholders and/or public and/or specific investors at the net price per newly issued ordinary share below 90 percent of the market price per ordinary share of the Company.</p> <p>(c) in the event that the Company offers new securities to its existing shareholders and/or public and/or specific investors, and such securities confer the rights of conversion or exchange into ordinary shares or the rights to subscribe for ordinary shares (such as convertible debentures or warrants to purchase ordinary shares) at the net price per newly issued ordinary shares below 90 percent of the market price per ordinary share of the Company.</p> <p>(d) in the event that the Company distributes dividends, whether in whole or in part, in the form of the Company's ordinary shares to its shareholders.</p> <p>(e) in the event that the Company distributes dividends in cash in excess of 95 percent of the Company's net profit under the standalone financial statements of the Company of any relevant fiscal year In distributing the dividends from the Company's net profits and/or the retained earning under the standalone financial statements of the Company.</p> <p>(f) of each fiscal year, it shall be regardless of whether such actual dividend distribution is made within or after the period of such fiscal year.</p> <p>(g) any event that renders the warrant holders losing their rights and interest they should have had pursuant to such Warrants in any way other than those stated in items (a)</p> <p>(h) the Company shall be entitled to consider adjusting the exercise price and/or the exercise ratio (or adjusting the number of units of the Warrants in lieu of adjusting the exercise ratio) in a fair manner.</p> <p>In this respect, the definitions, rights adjustment formula, as well we other details shall be in accordance with the Terms and Conditions.</p>

Item	Detail
Purposes of issuing the Warrants and benefits that the Company would gain from the allocation of newly issued shares	<p>To prepare for readiness and enhance the financial strength of the Company so that the Company has financial flexibility in proceeding with its future projects including the investment in mass transit projects (Related to the Company business), as well as to reserve funds to be used as working capital when the warrant holders exercise their rights under the Warrants to purchase the ordinary shares of the Company.</p> <p>In addition, the Company wishes to provide appropriate returns to the existing shareholders of the Company. The Company therefore will issue and allocate the Warrants to the existing shareholders of the Company on a pro rata basis to their respective shareholdings (Rights Offering) under which the existing shareholders receiving the Warrants may exercise their rights under the Warrants to purchase the newly issued shares of the Company during the scheduled exercise period.</p>
Expected benefits to shareholders from the capital increase	<p>In the event the warrant holders exercise their rights under the Warrants to purchase the ordinary shares, the shareholders would gain the benefits from the Company as the Company will be able to utilize such proceeds by investing in its relating future projects as deemed appropriate and in line with the objectives of the issuance and allocation of the Warrants.</p>
Other	<p>The Board of Director or Executive Committee or any person authorized by the Board of Directors or the Executives Committee shall be authorized to determine criteria, conditions and other details of the warrants which including but not limited to the date of issuance and offering of warrants, the first and last exercise date, the exercise of right to convert the warrant to purchase ordinary shares, determination of conditions and other details related to exercise price adjustment and exercise ratio, to negotiate, agree and sign the relevant documents and agreements, as well as perform any action as deemed necessary and appropriate with respect to the issuance and allotment of the warrant to purchase ordinary shares, including listing the warrant and ordinary shares from the exercise of the warrant on the MAI, also to execute the application to the relevant authorities.</p>

(F53-4)

Capital Increase Report Form
Asset Five Group Public Company Limited
24 February 2025

We, Asset Five Group Public Company Limited (The "Company"), hereby report on the resolution of Board of Directors Meeting No.2/2025, held on February 24, 2025, relating to a capital increase/share allotment as follows:

1. Capital increase The Board of Directors meeting passed a resolution

Approve to propose that the 2025 Annual General Meeting of Shareholders (E-AGM) consider and approve the increase of the registered capital of the Company of THB 120,938,473.00 from the existing registered capital of THB 785,197,533.00 to the registered capital of THB 906,136,006.00 by issuing 241,876,946 newly issued ordinary shares with a par value of THB 0.50 per share. The details of the capital increase are as follows:

Type of Capital Increase	Type of Shares	Number of Shares	Par Value (THB/share)	Total (THB)
<input checked="" type="checkbox"/> Specifying the purpose of proceeding with utilization	Ordinary	241,876,946	0.50	120,938,473.00
	Preferred	-	-	-
<input type="checkbox"/> General Mandate	Ordinary	-	-	-
	Preferred	-	-	-

2. Allotment for New Shares:

2.1 If specifying the purpose of utilizing proceeds

Allotted to	To accommodate the exercise of the Company's warrants for ordinary share No.5 (A5-W5) being offered to existing shareholders of the Company in proportion to their respective shareholding (Right Offering) (Please refer to preliminary details of the warrants (A5-W5) in Enclosure 5)
Number of Shares	A5-W5 No more than 241,876,946
Ratio (Old : New)	A5-W5: Allocation Ratio: 5 Existing shares for 1 unit of A5-W5 Exercise Ratio: 1 unit of A5-W5 for 1 ordinary share
Selling Price (THB/share)	A5-W5 will be issued at no offering price (Zero Baht) at an exercise price of THB 2.00 per share with the exception of the case of the adjustment of exercise price in accordance with the adjustment conditions
Subscription and Payment Period	The exercise of the rights to purchase the newly issued ordinary shares of the Company under A5-W5 warrants shall be in accordance with the provisions concerning the exercise of the warrants stipulated in the Terms and Conditions governing the Rights and Obligations of the Issuer and

2.1.1 The Company's plan in case there is a fraction of share remaining

In case of any fraction of shares which cannot be calculated based on the exercise ratio according to the allotting the Company's warrant, those fraction of shares shall be rounded down.

2.2 If under a general mandate

- None -

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

The 2025 Annual General Meeting of Shareholders (E-AGM) is scheduled to be held on April 29, 2025, at 10.00 a.m. in the form of an electronic meeting. The record date for specifying the names of shareholders who have the right to attend the Meeting is March 10, 2025. (However, the right to receive A5-W5 is subject to shareholders' approval at the 2025 Annual General Meeting)

4. Approval of the capital increase/share allotment by relevant governmental agency and conditions thereto (if any)

To register the increase of registered capital, amendment to the Memorandum of Association, and the change of the paid-up capital with the Department of Business Development, the Ministry of Commerce and to file the application for the listing of the newly issued shares and A5-W5 warrants as listed securities with the Stock Exchange of Thailand (the "SET") in compliance with the applicable laws and regulations.

5. Objectives of the capital increase and plans for utilizing proceeds received from the capital increase

To accommodate the exercise of A5-W5 warrants offered to existing shareholders, with the intention of raising funds to support future business proceeding in accordance with the Company's operation plans, as well as to reserve as working capital of the Company.

6. Benefits which the Company will receive from Capital Increase/Share Allocation

The Company will utilize proceeds raised from the exercise of rights under A5-W5 warrants as capital in its future business operations, which will benefit the Company in its business proceedings.

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

The Company shall use proceeds derived from this capital increase as the working capital for usage in business expansion in the future with objectives to increase better operating results as well as to enhance potential on competitiveness of the Company in the long term. Holders A5-W5 who exercise their rights to convert their Warrants into newly-issued ordinary shares shall have the same rights as that of the existing shareholders of the Company in every aspect and shall have the right to receive dividend from operating performance equal to the Company's existing shareholders, beginning from the date their names appear in the Company's share register book and the Company register for the change of the paid-up capital with the Department of Business Development, Ministry of Commerce.

8. Other details are necessary for shareholders to approve the capital increase/share allotment

Please see additional details in Enclosure 5 (Summary of Key Features of A5-W5)

9. Schedule of action where the Board of Directors passed the resolutions approving the increase in capital/ the shares allotment

No.	Procedures of the capital increase	Date / Month / Year
1	To convene the Board of Directors' Meeting No.2/2025	February 24, 2025
2	To determine the Record Date to determine the names of shareholders who are entitled to attend the 2025 Annual General Meeting of Shareholders (E-AGM) and Record Date to determine the names of shareholders who are entitled to be allotted A5-W5	March 10, 2025
3	Convening the 2025 Annual General Meeting of Shareholders (E-AGM)	April 29, 2025
4	To register the increase of registered capital with the Department of Business Development, Ministry of Commerce	Within 14 days from the date of the 2025 Annual General Meeting of Shareholders (E-AGM)

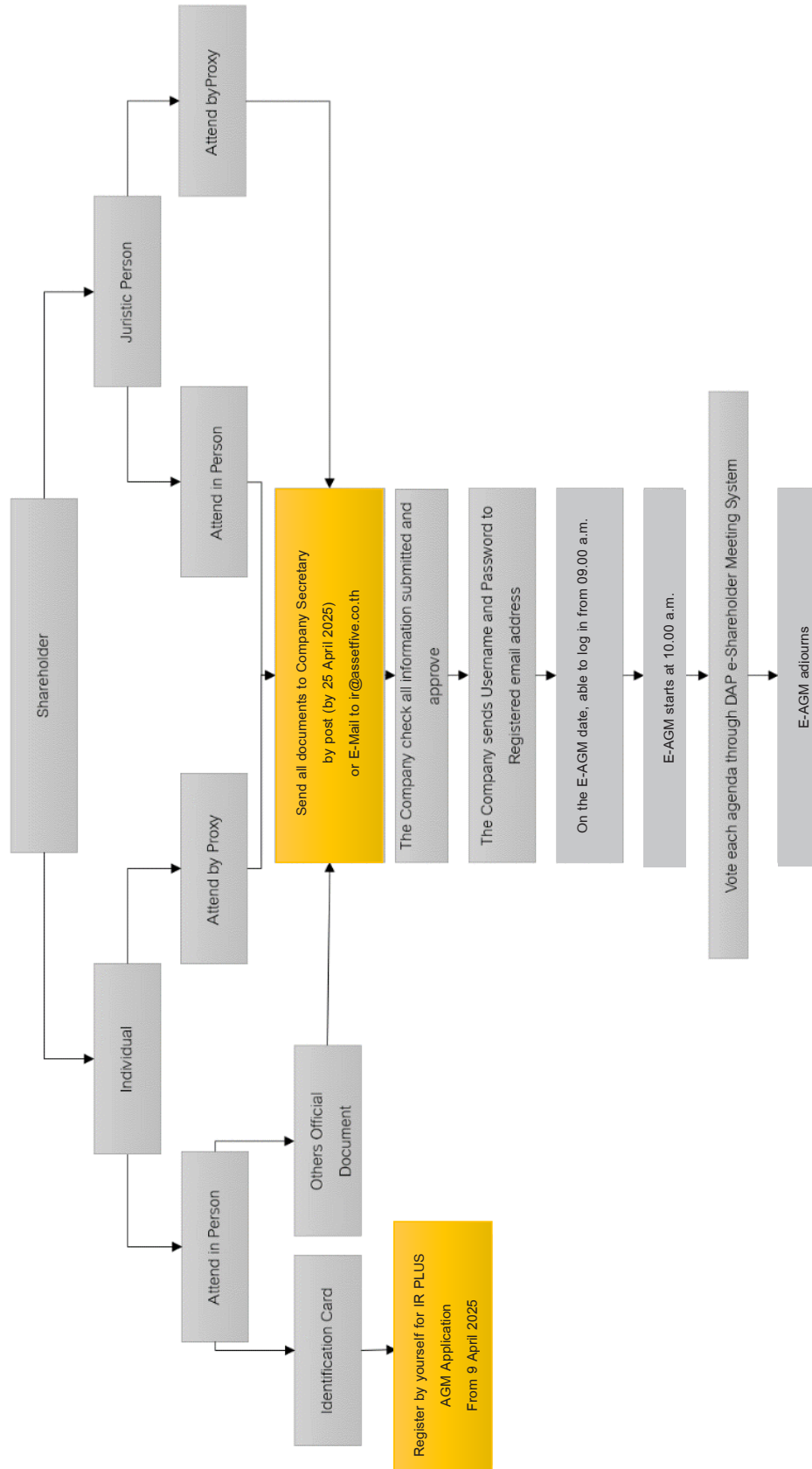
The Company hereby certifies that the information contained in this report form is true and complete in all respects.

Signed

(Mr.Supachoke Panchasarp) / (Mr.Chotikorn Panchasarp)

Asset Five Group Public Company Limited

**Procedures and instructions for attending
the 2025 E-AGM and related Articles of Association**



Registration

Document for registration and Appointment of Proxy

1. In case the Shareholders is present at the meeting in person use the following documents

1.1 Individual shareholder with Thai nationality

- Citizen Identification card
- Others official document

1.2 Individual shareholder with foreign nationality

- Notice of Meeting (QR Code)
- Shareholder's certificate of alien registration or passport or document used in lieu of passport

In case of change of first name or surname, evidence verifying such change shall be presented.

2. In case the shareholder is present at the meeting by proxy

2.1 The shareholders can appoint any person to be their proxies as they wish.

2.2 Shareholders are recommended to appoint an independent directors as their proxies as the following (**Enclosure 9**):

Name	Age (year)	Position	Address	Special conflict of interest in the proposed agenda
Mr. Wallop Sripaisal	52	Independent Director / Chairman of Audit and Risk Committee	199 S-OASIS Building, 12th Floor, Unit 1210, 1211, 1212, Vibhavadi-Rangsit Rd., Chomphol, Chatuchak Bangkok 10900	No special conflict of interest in any Agenda
Miss Sansanee Poolsawat	46	Independent Director / Audit Committee	199 S-OASIS Building, 12th Floor, Unit 1210, 1211, 1212, Vibhavadi-Rangsit Rd., Chomphol, Chatuchak Bangkok 10900	No special conflict of interest in any Agenda
Mr. Puripat Chumtham	43	Independent Director / Audit Committee	199 S-OASIS Building, 12th Floor, Unit 1210, 1211, 1212, Vibhavadi-Rangsit Rd., Chomphol, Chatuchak Bangkok 10900	No special conflict of interest in any Agenda

Appointment of proxy use the following documents

1. Individual shareholder with Thai nationality

- Notice of Meeting (QR Code)
- Proxy Form A. or Form B.
- Photocopy of the shareholder's citizen identification card or civil servant identification card which are certified true and correct by the shareholder.

and correct by the shareholder.

• Photocopy of proxy's citizen identification card, driving license or civil servant identification card or passport (in case of foreign person) which are certified true and correct by the proxy.

2. Individual shareholder with foreign nationality

- Notice of Meeting (QR Code)
- Proxy Form A. or Form B.
- Photocopy of the shareholder's certificate of alien registration or passport or document used in lieu of passport which are certified true and correct by the shareholder.

which are certified true and correct by the shareholder.

• Photocopy of proxy's citizen identification card, driving license or civil servant identification card or passport (in case of foreign person) which are certified true and correct by the proxy.

3. Shareholder is a juristic person registered in Thailand

- Notice of Meeting (QR Code)
- Proxy Form A. or Form B.
- Photocopy of citizen identification card or civil servant identification card of the authorized director(s) which are certified true and correct by the authorized director(s) power to bind such juristic person.

certified true and correct by the authorized director(s) power to bind such juristic person.

- Photocopy of Certification Document issued by Ministry of Commerce or competent authority issued no longer than 1 year which certified true and correct by the authorized director(s) power to bind such juristic person.

- Photocopy of proxy's citizen identification card, driving license or civil servant identification card or passport (in case of foreign person) which are certified true and correct by the proxy.

4. Shareholder is a juristic person registered in a foreign country

- Notice of Meeting (QR Code)
- Proxy Form A. or Form B.
- Photocopy of juristic person's certification document and citizen identification card of passport (in case of foreign) of the authorized director(s) which its signature is certified by notary public no longer than 1 year.
- Photocopy of proxy's citizen identification card, driving license or civil servant identification card or passport (in case of foreign person) which are certified true and correct by the proxy.

5. Shareholder is a juristic person registered in a foreign country for which a custodian in Thailand is appointed

- Notice of Meeting (QR Code)
- Proxy form C.
- Power of Attorney executed by the shareholder authorized the custodian to execute the proxy form on behalf of such shareholder.
- Letter confirming that the person executing the proxy form has obtained a license for being a custodian
- Photocopy of proxy's citizen identification card, driving license or civil servant identification card or passport (in case of foreign person) which are certified true and correct by the proxy.

Procedures for Registration

Participation in the shareholders' meeting via electronic media is a convenience for shareholders/proxies to be able to participate in the meeting via electronic media and vote in the E-Voting system in accordance with the laws related to meetings via electronic media. Therefore, before registering for meeting via electronic media through the aforementioned IR Plus AGM application, please read, understand and agree to the terms and conditions, including the manual of Mobile Application IR Plus AGM and Web Application IR Plus AGM which can be scanned the QR Code and proceed according to the details in the Company's shareholders' meeting invitation letter.

1. Registration

Shareholders / Proxies can register from Wednesday, April 9, 2025 at 08.00 hrs. to Friday, April 25, 2025 at 17.00 hrs. for convenience in attending the meeting.

2. Shareholders allow the Company to register for them.

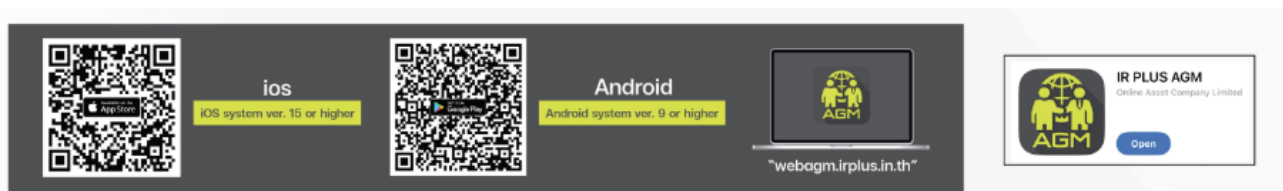
In the event that shareholders are unable to register through the system by themselves, shareholders can send the documents according to Section 1 to the Company by Friday, April 25, 2025 via 2 channels as follows:

1. E-mail: ir@assetfive.co.th or
2. Postal: Company Secretary, Asset Five Group Company Limited (Public Company) No. 199, S Oasis Building, 12th Floor, Room No. 1210, 1211, 1212, Vibhavadi Rangsit Road, Chom Phon Subdistrict, Chatuchak District, Bangkok 10900

3. Installation of the IR Plus AGM Application and Verification of Identity (KYC)

3.1 Installation of the IR Plus AGM application

The Company provides a meeting channel via IR Plus AGM. application Shareholders/proxies who wish to attend the meeting via the said IR Plus AGM application may install the application from the App Store (iOS 15 or later) or Google Play Store (version 9 or later) or attend the meeting via the website "webagm.irplus.in.th" on browser which allows to log in without additional application or program installed.





Steps for Shareholders / Proxy Holders to Verify Identity (KYC) through the **IR PLUS AGM** System

For Shareholders Attending the Meeting in Person

1. Prepare the invitation letter issued by TSD, ID card, or passport.
2. Select the company you wish to attend the meeting with or search for the Stock Symbol.

Scan the QR code issued by TSD to log in to the system or log in using your ID card number or passport number to proceed with identity verification (KYC).



Enter your phone number and email to verify your identity via the ThaiID app.



Fill in personal information and upload a photo to complete identity verification (KYC) and registration.

Set a 6-digit Pincode to access the IR PLUS AGM system.

Assigning Proxy to the "Independent Director"

Select the menu: "Proxy"

Prepare documents: A copy of the ID card and the proxy form. Select the name of the Independent Director to assign as the proxy.

Upload the ID card copy and proxy form. Ensure all documents are complete, then click "Confirm"
****Submit in advance, at least 1 day before the meeting.**

On the meeting day, shareholders/proxy holders log in to the **IR PLUS AGM** system and enter the 6-digit Pincode to register for the meeting.



Download the Application IR PLUS AGM iOS system ver. 15 or higher



Download the Application IR PLUS AGM Android system ver. 9 or higher



User Manual IR PLUS AGM system TH and ENG



Meeting on Web App **"webagm.irplus.in.th"**

Contact Us
Add us
on Line



@irplusagm

Call Center : 02-022-6200 Ext. 2
e-mail : irplus.agm@irplus.in.th



Steps for Shareholders / Proxy Holders to Verify Identity (KYC) through the IR PLUS AGM System

Assigning Proxy to the "Independent Director"



Select the menu "Proxy-Direct"



The "Shareholder" logs in with their ID to authorize the "Independent Director"



Prepare documents: A copy of your ID card and the completed proxy form.



Select "Independent Director"
Choose the name of the Independent Director to assign as your proxy.



Upload documents Upload the ID card copy and completed proxy form. Ensure all documents are complete, then click "Confirm" and proceed with the process.



Set a 6-digit Pincode to access the IR PLUS AGM system.

Proxy Holder Attending the Meeting



Select the menu "Proxy-Direct"



"Proxy Holder" logs in with their ID card number to complete the identity verification (KYC) process for meeting attendance.



Prepare documents: A copy of the ID card for both the "Shareholder" and the "Proxy Holder" along with the completed proxy form. If applicable, include company representative details.



Select "Other Names"
Enter the information for the "Proxy Holder"



Upload documents: Upload the ID card copies for both the "Shareholder" and the "Proxy Holder," along with the completed proxy form. Ensure all documents are complete, then click "Confirm" to proceed with the



Set a 6-digit Pincode to access the IR PLUS AGM system.

On the meeting day, shareholders/proxy holders log in to the IR PLUS AGM system and enter the 6-digit Pincode to register for the meeting.



Download the Application IR PLUS AGM
iOS system ver. 15 or higher



Download the Application IR PLUS AGM
Android system ver. 9 or higher



User Manual
IR PLUS AGM system
TH and ENG



Meeting on Web App
"webagm.irplus.in.th"

Contact Us
Add us
on Line



@irplusagm

Scan QR Code

Call Center : 02-022-6200 Ext. 2
e-mail : irplus.agm@irplus.in.th

3.2 Verification of Identity (KYC)

Before participating in the meeting via electronic media, shareholders and proxies (in case of proxy), have to proceed for the verification of identity via the IR Plus AGM application which is installed as mentioned in item 3.1., by filling in the personal information displayed on the screen accurately, and prepare all documents as specified in the IR Plus AGM application, such as national identification card or copy of national identification card, proxy form (in case of proxy) and meeting invitation letter, and take a photo for the verification of identity as instructed by the IR Plus AGM application. After that, the system will send One Time Password.

4. Attendance of the meeting and voting via IR Plus AGM application

The 2025 Annual General Meeting of Shareholders via electronic media will be held on Tuesday, April 29, 2025 at 10:00 a.m. The meeting will be conducted in Thai language. Participants can log-in to the IR Plus AGM application from 9:00 a.m. with the following steps:

4.1 After the verification of identity and setting a password (Pin Code) by the shareholder according to item 3.2, shareholders / proxies shall attend the meeting via IR Plus AGM application by scanning barcode appears on the meeting invitation letter which the security registrar (Thailand Securities Depository Co., Ltd. : TSD) sent to you. You may enter the national identification card number, username and password (Pin Code)

4.2 Right to attend the meeting and voting via IR Plus AGM application is the exclusive right of the shareholders. Thus, one username can not be used to log in to IR Plus AGM application to attend the meeting simultaneously on multiple devices. Therefore, shareholders/proxies shall use their Username and Password (Pin Code) to attend the meeting in person only and will not assign Username and Password (Pin Code) to any person.

4.3 In the event that a proxy receives a proxy form from multiple shareholders, **such proxy shall attend the meeting on behalf of one shareholder per one device only.**

4.4 Voting via IR Plus AGM application, shareholders / proxies may cast a vote in advance before commencing the meeting or cast a vote for the agenda which is under consideration of the Meeting. All votes casted by shareholders/proxies will be collected after the agenda is closed.

4.5 For counting the votes, the Company has set default of vote as "Approve", and vote of "Disapprove" and "Abstain" shall be deducted from the total votes. Therefore, in the event that shareholders / proxies wish to vote "**Disapprove**" or "**Abstain**", shareholders / proxies shall select one of the aforementioned resolutions. In the event that shareholders/proxies do not choose one of the aforementioned resolutions, the system will automatically consider that such shareholders / proxies have cast votes in favor of such agenda.

4.6 In the event that shareholders/proxies leave the meeting by logging out the IR Plus AGM application before the voting in any agenda is closed, shareholders / proxies will not be counted as part of the quorum on such agenda and the votes of such shareholders/proxies will not be counted in that agenda. However, leaving the meeting in the previous agenda does not prejudice the right of shareholders/proxies to log in to attend the meeting again and to vote in the next pending agenda consideration in the meeting.

4.7 Agenda 1 is for acknowledgement only, there is no voting required. For Agenda 2, Agenda 3, Agenda 4, Agenda 5 and Agenda 7, the resolutions must be approved by majority vote of the shareholders attending the meeting and casting their vote. For Agenda 6, the resolution must be approved by a vote of not less than two-thirds (2/3) of the total number of votes of the shareholders attending the meeting. Moreover, for Agenda 8-12 the resolution must be approved by a vote of not less than three-quarters (3/4) of the total votes of the shareholders attending the meeting and being entitled to vote.

4.8 The Company will record the votes from "**Disapprove**" and "**Abstain**" on each agenda item. The rest of the votes will be counted as "**Approve**" For shareholders or proxies that registered to attend the meeting and not click any button to express their votes, the Company, then, considers as "**Approve**". The vote counting base includes votes for approval and disapproval only. The abstained votes will not be counted as the vote counting. Except Agenda 6, the vote counting base will be equal to the total number of votes of the shareholders attending, and agenda 8-12 the resolution must be approved by a vote of not less than three-quarters (3/4) of the total votes of the shareholders attending the meeting and being entitled to vote.

4.9 Upon the completion of vote counting on each agenda item, the results of the vote counting will be announced to the Meeting for acknowledgement, divided into "**Approve**", "**Disapprove**", and "**Abstain**" in percentage. The vote results of the agenda on the election of directors will be announced on an individual basis.

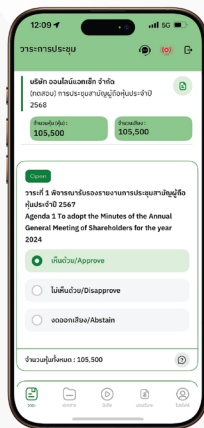
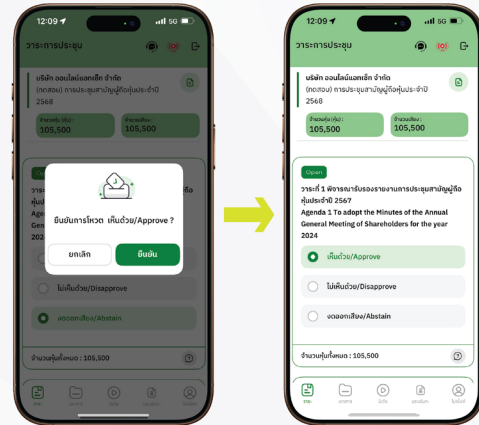
5. Asking Question

5.1 The meeting will be broadcast live via the IR Plus AGM application only. Shareholders/proxies who have questions or wish to express opinions on any agenda, Shareholders/proxies can select the menu to express an opinion in text format, can select the question mark icon in the agenda which wish to ask a question or select the headphone icon that appears on the screen to ask questions or express opinions in video and audio format (Video conference). The system will arrange the order of questions in chronological order to provide an opportunity to ask questions or express opinions at the meeting on the relevant agenda both in video and audio. However, questions or comments shall be relevant to the agenda only.

5.2 To provide an opportunity to the shareholders/proxies to ask questions in the meeting via video conference, the Company reserves the right to terminate the questions or comments of the shareholders/proxies if the questions or comments are rude, threatening, obscene, defamatory, violating any law or infringe the rights of other persons.


3. How to vote.

The system will Default vote "Agree" on every agenda that can change the vote result "Disagree" or "Abstain" Then press the bottom confirms to confirm. The system Will change the voting result immediately. As shown in the picture.




4. Asking question, Text format and VDO Call format







In case, Asking questions via VDO Call

Click  that shown on your screen, then type the question. Then wait for the staff will get back to you.

In case, Asking questions via Text

Click  that shown in every agenda to send questions to be asked in that agenda. You can ask a question in the system at any time until the agenda is closed.

5. Other Menu

-  : Document
-  : Media or VDO Presentation
-  : Proxy *Incase Provide proxy to independent directors only. This must be completed 1 day prior the meeting date
-  : Profile
-  : Log out ****When you confirm to log out the meeting Your vote will eliminate from the vote base immediately.**
-  : Live stream



If you encounter problems in the use please contact : IR PLUS AGM Call Center
Call : 02-022 6200 ext. 2, 626 Office hours: 9:00 a.m. to 5:00 p.m. Monday to Friday



Add Line id : @irplusagm
Or scan QR Code to report a problem using the system to get help quickly

6. Other Requirements

Content, Video and audio of the meeting are the sole intellectual property of the Company and the Company does not permit you to record, modify or disseminate video and audio of the meeting. The Company reserves the right to take legal action against those who act against this provision. In the event that shareholders/proxies use any system related to the meeting via IR Plus AGM in any way which does not comply with this requirement or does not comply with other manuals that the Company has provided to the shareholders for use in supporting the meeting and it causes damage to the Company in any way, such shareholders and/or proxies shall be liable for the compensation for damages and expenses resulting from claim and litigation filed by external parties, including claim and litigation by the Company against such shareholders and/or proxies who causes such damage.

Note :

In case of any problems on using the IR Plus AGM Application, please contact the administrator at +662 022 6200 ext. 2 during office hours: 9:00 a.m. to 5:30 p.m. Monday to Friday .

Articles of Association of the Company Regarding the Shareholder Meeting

Section 6: Shareholders' Meeting

Article 32. The Board of Directors shall call for a shareholders' meeting which is an annual general meeting of shareholders within four (4) months from the last day of the fiscal year of the Company.

Shareholders' meetings other than the one referred to in the first paragraph shall be called extraordinary general meetings.

The Board of Directors may call for the extraordinary general meeting of shareholders at any time as deemed appropriate.

In this regard, the shareholders' meeting may be held via electronic means. The meeting via electronic means shall be held in accordance with the procedures prescribed by law governing electronic meetings.

In the case that the meeting is conducted via electronic means, the head office of the Company shall be deemed to be the place of the meeting.

One or more shareholders, holding not less than 10% of an aggregate of shares sold, may at any time request the Board of Directors in written to call an extraordinary meeting of shareholders, provide the reasons for calling such meeting be clearly stated in the request. In such case, the Board of Directors shall arrange for a meeting of shareholders within 45 days from the date of the receipt of the request.

In case of the Board does not arrange a meeting within the period specified in the four paragraphs. Shareholders who have their names or other shareholders shall convene the meeting themselves within 45 days from the date of maturity of the period under paragraph one. Such shareholder(s) who call for the meeting may deliver the written notice to shareholder(s) via electronic means which specified by the Company. If the shareholder(s) have notified their intention to receive or consented to the Company or the board of directors, in accordance with the relevant laws. In such cases, the meeting shall be deemed as the board called the meeting of shareholders. The Company shall be responsible for all necessary expenses incurred during the provision of appropriate meetings and facilities.

In the event of the meeting of shareholders are convened by the reasons under paragraph seven, and the number of shareholders attending the meeting do not constitute a quorum as stipulated in Article 34. The shareholders under paragraph seven shall be jointly liable for the expenses incurred from the holding of such meeting to the Company.

Article 33. In calling a shareholders' meeting, whether a physical meeting or a meeting via electronic means, the Board of Directors shall prepare a written notice specifying the place, date, time, agenda of the meeting and the matters to be proposed to the meeting in appropriate detail by clearly indicating whether it is a matter proposed for acknowledgement or for consideration, as the case may be, including the opinion of the board of directors on the said matters, and the said notice shall be distributed to the shareholders and the public limited company registrar not less than seven (7) days prior to the date of the meeting. The notice shall be published in the newspaper for not less than three (3) consecutive days and not less than three (3) days prior to the date of the meeting or advertised via electronic means in accordance with regulations prescribed by law.

The delivery of written notice and meeting documents may deliver via electronic means which specified by the Company. If the shareholder(s) have notified their intention to receive or consented to the Company or the board of directors, in accordance with the relevant laws.

The place of the meeting shall be in the province in which the head office of the Company is situated or in any nearby provinces, or at any other location within the Kingdom, where the board of directors prescribed

Article 34. The shareholders' meeting, whether a physical meeting or a meeting via electronic means, shall require the presence of not less than twenty-five (25) shareholders and proxies (if any), or not less than a half (1/2) of the total number of shareholders, and the number of shares which represent in aggregate should not less than one-third (1/3) of all issued shares to constitute a quorum.

In any shareholders' meeting, upon a lapse of one (1) hour from the scheduled time of the meeting, if the number of shareholders present at the meeting fails to constitute a quorum as required in the first paragraph, and if such meeting is called at the shareholders' request, such meeting shall then be cancelled. If such shareholders' meeting is not called at the shareholders' request, the meeting shall be called again, in which case, a notice of meeting shall be sent to the shareholders at least seven (7) days prior to the meeting date, and at this subsequent meeting, no quorum is required.

Articles of Association of the Company Regarding the Shareholder Meeting (continue)

Section 6: Shareholders' Meeting (continue)

Article 35. The Chairman of the Board shall preside over the shareholders' meeting. In the absence of the chairman or the chairman's inability to exercise his or her duties, the Vice-chairman of the Board shall preside over the meeting. If there is no Vice-chairman of the Board or if there is one but he or she is not present at the meeting or is unable to perform their duties, the meeting shall elect one of the shareholders present to preside over the meeting.

Article 36. In a shareholders' meeting, a shareholder may appoint another person as his/her proxy to attend the meeting and vote on his/her behalf. Such proxy must be in writing date, signed by the grantor and in the form designated by the public company registrar. Such proxy form shall be furnished to the chairman or the person who designated by the chairman before such proxy attends the meeting.

The proxy may be made via electronic media, by such a method that is secure, and reliable that the proxy is made by the shareholder, in accordance with the criteria prescribed by the Registrar.

Article 37. In the voting process at the shareholders' meeting, one (1) share shall have one (1) vote, and any shareholder who has a particular interest in any matter shall be disqualified from voting on that matter, except for voting for the election of directors. The shareholders' meeting resolution must include the following votes:

(1) In ordinary instances, the majority vote of shareholders presents, and vote shall prevail. If the votes are tied, the chairperson of the meeting shall have an additional vote (1) as a casting vote.

(2) In the following cases, the votes not less than three-fourths (3/4) of the total number of votes of shareholders who attend the meeting and have the right to vote shall prevail:

- a) Selling or transferring all or a major portion of the business of the Company to another individual
- b) Purchasing or accepting a business transfer of a private company or other public companies to become part of the Company.
- c) Making, revising, or terminating contracts related to leasing all or a major portion of the Company's business, assigning another person to run the Company's business, or merging with another person for the purpose of sharing profits and losses.
- d) Amendment to the memorandum of association or the articles of association
- e) Increase or decrease the Company's registered capital.
- f) Dissolution
- g) Issuing debentures of the Company
- h) Merging the business of the Company with other companies

Article 38. The following are the affairs that the annual ordinary meeting of shareholders should convene:

- (1) Acknowledge the Board of Directors' report on the Company's business over the previous fiscal year.
- (2) Consider and approve the balance sheet and profit and loss statements.
- (3) Consider and approve the allocation of profits and dividend payment.
- (4) Consider election of new directors to fill the vacancies created by rotation
- (5) Consider the determination of directors' remuneration.
- (6) Consider appointment of auditors and determination of the amount of audit fees; and
- (7) Other affairs

(ปิดอากรแสตมป์ 20 บาท)
(Duty Stamp Baht 20)

Enclosure 8

แบบหนังสือมอบฉันทะ แบบ ก. (แบบทั่วไปซึ่งเป็นแบบที่ง่ายไม่ซับซ้อน)
Proxy Form A. (General Form)

เขียนที่.....
Place
วันที่.....เดือน.....พ.ศ.....
Date Month Year

(1) ข้าพเจ้า..... สัญชาติ..... อยู่บ้านเลขที่.....
I/We Nationality Resides at
ซอย.....ถนน.....ตำบล/แขวง.....
Soi Road Sub-District
อำเภอ/เขต.....จังหวัด.....รหัสไปรษณีย์.....
District Province Postal Code

(2) เป็นผู้ถือหุ้นของบริษัท แอสเซต ไฟว์ กรุ๊ป จำกัด (มหาชน)
being a shareholder of Asset Five Group Public Company Limited
โดยถือหุ้นจำนวนทั้งสิ้นรวม.....หุ้น และออกเสียงลงคะแนนได้เท่ากับ.....เสียง ดังนี้
holding share(s), and have the rights to vote equal to vote(s)
 หุ้นสามัญ.....หุ้น และออกเสียงลงคะแนนได้เท่ากับ.....เสียง
Ordinary share share(s), have the rights to vote equal to vote(s)
 หุ้นบุริมสิทธิ.....หุ้น และออกเสียงลงคะแนนได้เท่ากับ.....เสียง
Preference share share(s), have the rights to vote equal to votes.

(3) ขอมอบฉันทะให้
Hereby appoint
กรรมการอิสระ / กรรมการตรวจสอบและบริหารความเสี่ยง
Independent Directors / Audit Committee

(3.1) นายวัลลภ ศรีไพศาล (กรรมการอิสระ / ประธานกรรมการตรวจสอบและบริหารความเสี่ยง) หรือ
Mr. Wallop Sripaisal (Independent Director / Chairman of Audit and Risk Committee) or
(3.2) นางสาวคันสนีย์ พูลสวัสดิ์ (กรรมการอิสระ / กรรมการตรวจสอบและบริหารความเสี่ยง) หรือ
Miss Sansanee Poolsawat (Independent Director / Audit and Risk Committee) or
(3.3) นายภูริพัฒน์ ชุ่มธรรม (กรรมการอิสระ / กรรมการตรวจสอบและบริหารความเสี่ยง) หรือ
Mr. Puripat Chumtham (Independent Director / Audit and Risk Committee) or

(3.4)อายุ.....ปี อยู่บ้านเลขที่.....
Age years, Resides at
ซอย.....ถนน.....ตำบล/แขวง.....
Soi Road Sub-District
อำเภอ/เขต.....จังหวัด.....รหัสไปรษณีย์.....
District Province Postal Code
อีเมล*โทรศัพท์มือถือ (สำหรับ OTP)*หรือ
E-mail Address* Mobile Phone (for receiving OTP)*, or

(3.3)อายุ.....ปี อยู่บ้านเลขที่.....
Age years, Resides at
ซอย.....ถนน.....ตำบล/แขวง.....
Soi Road Sub-District
อำเภอ/เขต.....จังหวัด.....รหัสไปรษณีย์.....
District Province Postal Code
อีเมล*โทรศัพท์มือถือ (สำหรับ OTP)*หรือ
E-mail Address* Mobile Phone (for receiving OTP)*,

คนหนึ่งคนเดียวคนเดียวเป็นผู้แทนของข้าพเจ้าเพื่อเข้าประชุมและออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมสามัญผู้ถือหุ้นประจำปี 2568
 any one of them to be my/our proxy to attend and vote on my/our behalf at the Annual General Meeting of the Shareholders for the year 2025

ในวันอังคารที่ 29 เมษายน 2568 เวลา 10:00 น. ผ่านสื่ออิเล็กทรอนิกส์ (E-AGM) หรือที่จะพึงเลือกไปในวัน เวลา และสถานที่อื่นด้วย

On Tuesday, April 29, 2025 at 10.00 A.M. streamed via E-AGM or any adjournment at any date, time and place thereof.

ข้าพเจ้าซึ่งเป็นผู้ถือหุ้นของบริษัท แอสเซท ไฟว์ กรุ๊ป จำกัด (มหาชน) ยินยอมให้ บริษัท แอสเซท ไฟว์ กรุ๊ป จำกัด (มหาชน) จัดส่งชื่อผู้ใช้ (Username) และรหัสผู้ใช้ (Password) ไปยังผู้รับมอบฉันทะตามชื่อและอีเมล (Email) ที่ข้าพเจ้าระบุในหนังสือมอบฉันทะฉบับนี้

I, a shareholder of Asset Five Group Public Company Limited, consent Asset Five Group Public Company Limited to send Username and Password to the proxy with the name and email address that I have specified in this proxy form hereto.

กิจการใดที่ผู้รับมอบฉันทะกระทำไปในการประชุมนั้น ให้ถือเสมือนว่าข้าพเจ้าได้กระทำเองทุกประการ

Any business carried out by the proxy at the said meeting shall be deemed as having been carried out by myself/ourselves in all respects.

ลงชื่อ/Signed.....ผู้มอบฉันทะ/Grantor
 (.....)

ลงชื่อ/Signed.....ผู้รับมอบฉันทะ/Proxy
 (.....)

ลงชื่อ/Signed.....กรรมการอิสระผู้รับมอบฉันทะ/Independent Director Proxy
 (.....)

หมายเหตุ / Remark

1. ผู้ถือหุ้นที่มอบฉันทะจะต้องมอบฉันทะให้ผู้รับมอบฉันทะเพียงรายเดียวเป็นผู้เข้าประชุมและออกเสียงลงคะแนน ไม่สามารถแบ่งแยกจำนวนหุ้นให้ผู้รับมอบฉันทะหลายคนเพื่อแยกการลงคะแนนเสียงได้

1. The shareholder appointing the proxy must authorize only one proxy to attend and vote at the meeting and may not split the number of shares to several proxies for splitting votes.

2. กรุณากรอกข้อมูลทั้งหมดให้ถูกต้อง ครบถ้วน โดยเฉพาะ E-mail และเบอร์โทรศัพท์มือถือ (*) มิเช่นนั้น บริษัทจะไม่สามารถจัดส่งชื่อผู้ใช้ (Username) รหัสผ่าน (Password) และ OTP ให้แก่ท่านเพื่อใช้ในการล็อกอิน (Log-in) เข้าสู่ระบบการประชุมผู้ถือหุ้นผ่านสื่ออิเล็กทรอนิกส์ได้

2. Please correctly and completely fill in the form, especially email address and mobile phone number those specified with (*). Otherwise the Company shall not be able to send you the Username and Password and OTP used for logging-in to the electronic meeting system.

(ปิดอากรแสตมป์ 20 บาท)
(Duty Stamp Baht 20)

แบบหนังสือมอบฉันทะ แบบ ข. (แบบที่กำหนดรายการต่างๆ ที่จะมอบฉันทะที่ละเอียดชัดเจน)
Proxy Form B. (Form with fixed and specific details authorizing proxy)

เขียนที่.....
Place
วันที่.....เดือน.....พ.ศ.....
Date Month Year

(1) ข้าพเจ้า..... สัญชาติ..... อยู่บ้านเลขที่.....
I/We Nationality Resides at
ซอย..... ถนน..... ตำบล/แขวง.....
Soi Road Sub-District
อำเภอ/เขต..... จังหวัด..... รหัสไปรษณีย์.....
District Province Postal Code

(2) เป็นผู้ถือหุ้นของบริษัท แอสเซท ไฟว์ กรุ๊ป จำกัด (มหาชน)
being a shareholder of Asset Five Group Public Company Limited
โดยถือหุ้นจำนวนทั้งสิ้นรวม..... หุ้น และออกเสียงลงคะแนนได้เท่ากับ..... เสียง ดังนี้
holding share(s), and have the rights to vote equal to vote(s)
 หุ้นสามัญ..... หุ้น และออกเสียงลงคะแนนได้เท่ากับ..... เสียง
Ordinary share share(s), have the rights to vote equal to vote(s)
 หุ้นบุริมสิทธิ..... หุ้น และออกเสียงลงคะแนนได้เท่ากับ..... เสียง
Preference share share(s), have the rights to vote equal to votes.

(3) ขอมอบฉันทะให้
Hereby appoint
กรรมการอิสระ / กรรมการตรวจสอบและบริหารความเสี่ยง
Independent Directors / Audit Committee
(3.1) นายวัลลภ ศรีไพศาล (กรรมการอิสระ / ประธานกรรมการตรวจสอบและบริหารความเสี่ยง) หรือ
Mr. Wallop Sripaisal (Independent Director / Chairman of Audit and Risk Committee) or
(3.2) นางสาวศันสนีย์ พูลสวัสดิ์ (กรรมการอิสระ / กรรมการตรวจสอบและบริหารความเสี่ยง) หรือ
Miss Sansanee Poolsawat (Independent Director / Audit and Risk Committee) or
(3.3) นายภูริพัฒน์ ชุ่มธรรม (กรรมการอิสระ / กรรมการตรวจสอบและบริหารความเสี่ยง) หรือ
Mr. Puripat Chumtham (Independent Director / Audit and Risk Committee) or
(3.4) อายุ..... ปี อยู่บ้านเลขที่.....
Age years, Resides at
ซอย..... ถนน..... ตำบล/แขวง.....
Soi Road Sub-District
อำเภอ/เขต..... จังหวัด..... รหัสไปรษณีย์.....
District Province Postal Code
อีเมล* โทรศัพท์มือถือ (สำหรับ OTP)* หรือ
E-mail Address* Mobile Phone (for receiving OTP)*, or
(3.5) อายุ..... ปี อยู่บ้านเลขที่.....
Age years, Resides at
ซอย..... ถนน..... ตำบล/แขวง.....
Soi Road Sub-District
อำเภอ/เขต..... จังหวัด..... รหัสไปรษณีย์.....
District Province Postal Code
อีเมล* โทรศัพท์มือถือ (สำหรับ OTP)* หรือ
E-mail Address* Mobile Phone (for receiving OTP)*,

คนหนึ่งคนใดเพียงคนเดียวเป็นผู้แทนของข้าพเจ้าเพื่อเข้าประชุมและออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมสามัญผู้ถือหุ้นประจำปี 2568
any one of them to be my/our proxy to attend and vote on my/our behalf at the Annual General Meeting of the Shareholders for the year 2025

ในวันอังคารที่ 29 เมษายน 2568 เวลา 10:00 น. ผ่านสื่ออิเล็กทรอนิกส์ (E-AGM) หรือที่จะพึงเลื่อนไปในวัน เวลา และสถานที่อื่นด้วย

On Tuesday, April 29, 2025 at 10.00 A.M. streamed via E-AGM or any adjournment at any date, time and place thereof.

ข้าพเจ้าซึ่งเป็นผู้ถือหุ้นของบริษัท แอสเซท ไฟว์ กรุ๊ป จำกัด (มหาชน) ยินยอมให้ บริษัท แอสเซท ไฟว์ กรุ๊ป จำกัด (มหาชน) จัดส่งชื่อผู้ใช้ (Username) และรหัสผู้ใช้ (Password) ไปยังผู้รับมอบฉันทะตามชื่อและอีเมล (Email) ที่ข้าพเจ้าระบุในหนังสือมอบฉันทะฉบับนี้ (ยกเว้น ผู้ถือหุ้นที่ออกเสียงลงคะแนนตามความประสงค์มาแล้ว ผู้รับมอบฉันทะจะไม่ได้รับชื่อผู้ใช้ (Username) และรหัสผู้ใช้ (Password) เพื่อเข้าระบบลงคะแนนเสียงอีก)

I, a shareholder of Asset Five Group Public Company Limited, consent Asset Five Group Public Company Limited to send Username and Password to the proxy with the name and email address that I have specified in this proxy form hereto, (except I have already granted my proxy to vote at my desire, so the proxy shall not be obtained username or password to log in the system for voting).

(4) ข้าพเจ้าขอมอบฉันทะให้ผู้รับมอบฉันทะออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมครั้งนี้ ดังนี้

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

- วาระที่ 1 รับทราบรายงานของคณะกรรมการบริษัท คณะกรรมการตรวจสอบและบริหารความเสี่ยง และผลการดำเนินงานของบริษัทฯ ประจำปี 2567 (ไม่มีการลงมติในวาระนี้)

Agenda 1 To acknowledge the reports of the board of directors, the Audit and Risk Committee, and the company's operating results for the year 2024. (No Vote)

- วาระที่ 2 พิจารณานอมนัดงบการเงินประจำปี 2567 สิ้นสุดวันที่ 31 ธันวาคม 2567

Agenda 2 To consider and approve the Company's financial statements for the year ended 31 December 2024.

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(a) The Proxy may consider the matters and vote on my/our behalf as the Proxy deems appropriate in all respects.

- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(b) The Proxy may consider the matters and vote on my/our behalf as follows:

- | | | |
|-----------------------------------|--------------------------------------|-------------------------------------|
| <input type="checkbox"/> เห็นด้วย | <input type="checkbox"/> ไม่เห็นด้วย | <input type="checkbox"/> งดออกเสียง |
| Approve | Disapprove | Abstain |

- วาระที่ 3 พิจารณานอมนัดการจ่ายเงินปันผล และการจัดสรรเงินกำไรเป็นทุนสำรองตามกฎหมาย

Agenda 3 To consider and approve the Dividend payment in cash dividend and the allocation of net profit in 2024 as a legal reserve.

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(a) The Proxy may consider the matters and vote on my/our behalf as the Proxy deems appropriate in all respects.

- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(b) The Proxy may consider the matters and vote on my/our behalf as follows:

- | | | |
|-----------------------------------|--------------------------------------|-------------------------------------|
| <input type="checkbox"/> เห็นด้วย | <input type="checkbox"/> ไม่เห็นด้วย | <input type="checkbox"/> งดออกเสียง |
| Approve | Disapprove | Abstain |

- วาระที่ 4 พิจารณานอมนัดการเพิ่มจำนวนกรรมการ และแต่งตั้งกรรมการใหม่จำนวน 1 ท่าน

Agenda 4 To consider and approve the increase in the number of directors and the appointment of 1 new director.

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(a) The Proxy may consider the matters and vote on my/our behalf as the Proxy deems appropriate in all respects.

- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(b) The Proxy may consider the matters and vote on my/our behalf as follows:

- | | | |
|-----------------------------------|--------------------------------------|-------------------------------------|
| <input type="checkbox"/> เห็นด้วย | <input type="checkbox"/> ไม่เห็นด้วย | <input type="checkbox"/> งดออกเสียง |
| Approve | Disapprove | Abstain |

- วาระที่ 5 พิจารณาเลือกตั้งกรรมการแทนกรรมการที่ออกจากตำแหน่งตามวาระ

Agenda 5 To consider and approve the appointment of directors in replacement of those who must retire by rotation.

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) The Proxy may consider the matters and vote on my/our behalf as the Proxy deems appropriate in all respects.
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) The Proxy may consider the matters and vote on my/our behalf as follows:

การเลือกตั้งกรรมการทั้งชุด

Election by group

การเลือกตั้งกรรมการเป็นรายบุคคล

Election by individual

5.1 นายศุภโชค ปัญจทรัพย์

Mr. Supachoke Panchasarp

- | | | |
|-----------------------------------|--------------------------------------|-------------------------------------|
| <input type="checkbox"/> เห็นด้วย | <input type="checkbox"/> ไม่เห็นด้วย | <input type="checkbox"/> งดออกเสียง |
| Approve | Disapprove | Abstain |

5.2 นายโชติกร ปัญจทรัพย์

Mr. Chotikorn Panchasarp

- | | | |
|-----------------------------------|--------------------------------------|-------------------------------------|
| <input type="checkbox"/> เห็นด้วย | <input type="checkbox"/> ไม่เห็นด้วย | <input type="checkbox"/> งดออกเสียง |
| Approve | Disapprove | Abstain |

- วาระที่ 6 พิจารณามอบมติกำหนดค่าตอบแทนกรรมการ ประจำปี 2568

Agenda 6 To consider and determine the remuneration of directors for the year 2025.

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) The Proxy may consider the matters and vote on my/our behalf as the Proxy deems appropriate in all respects.
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) The Proxy may consider the matters and vote on my/our behalf as follows:
- | | | |
|-----------------------------------|--------------------------------------|-------------------------------------|
| <input type="checkbox"/> เห็นด้วย | <input type="checkbox"/> ไม่เห็นด้วย | <input type="checkbox"/> งดออกเสียง |
| Approve | Disapprove | Abstain |

- วาระที่ 7 พิจารณามอบมติการแต่งตั้งผู้สอบบัญชีและกำหนดค่าตอบแทน ประจำปี 2568

Agenda 7 To consider and approve the appointment of auditors and determination of the auditor fee for the year 2025.

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) The Proxy may consider the matters and vote on my/our behalf as the Proxy deems appropriate in all respects.
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) The Proxy may consider the matters and vote on my/our behalf as follows:
- | | | |
|-----------------------------------|--------------------------------------|-------------------------------------|
| <input type="checkbox"/> เห็นด้วย | <input type="checkbox"/> ไม่เห็นด้วย | <input type="checkbox"/> งดออกเสียง |
| Approve | Disapprove | Abstain |

- วาระที่ 8 พิจารณามอบมติการแก้ไขเพิ่มเติมข้อบังคับของบริษัท

Agenda 8 To consider and approve the amendment of company's article of association

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) The Proxy may consider the matters and vote on my/our behalf as the Proxy deems appropriate in all respects.
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) The Proxy may consider the matters and vote on my/our behalf as follows:
- | | | |
|-----------------------------------|--------------------------------------|-------------------------------------|
| <input type="checkbox"/> เห็นด้วย | <input type="checkbox"/> ไม่เห็นด้วย | <input type="checkbox"/> งดออกเสียง |
| Approve | Disapprove | Abstain |

- วาระที่ 9 พิจารณานุมัติการลดทุนจดทะเบียนของบริษัทฯ โดยวิธีตัดหุ้นจดทะเบียนที่ยังไม่ได้ออกจำหน่าย และแก้ไขหนังสือบริคณห์สนธิของบริษัทฯ ข้อ 4. เพื่อให้สอดคล้องกับการลดทุนจดทะเบียน

Agenda 9 To consider the approval for registered capital reduction by canceling the unissued authorized ordinary shares and amendment No. 4 of the Article of the Company's Memorandum of Association to reflect the capital reduction

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) The Proxy may consider the matters and vote on my/our behalf as the Proxy deems appropriate in all respects.
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) The Proxy may consider the matters and vote on my/our behalf as follows:
- | | | |
|-----------------------------------|--------------------------------------|-------------------------------------|
| <input type="checkbox"/> เห็นด้วย | <input type="checkbox"/> ไม่เห็นด้วย | <input type="checkbox"/> งดออกเสียง |
| Approve | Disapprove | Abstain |

- วาระที่ 10 พิจารณานุมัติการออกและจัดสรรใบสำคัญแสดงสิทธิที่จะซื้อหุ้นสามัญเพิ่มทุนของบริษัทฯ ครั้งที่ 5 (A5-W5) ให้แก่ผู้ถือหุ้นเดิมของบริษัทฯ ตามสัดส่วนการถือหุ้น (Right Offering)

Agenda 10 To consider and approve the issuance and allocation of the warrants to purchase the newly issued ordinary shares of Asset Five Group Public Company Limited No.5 (A5-W5) to the existing shareholders of the Company on a pro-rata basis to their respective shareholdings (Rights Offering).

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) The Proxy may consider the matters and vote on my/our behalf as the Proxy deems appropriate in all respects.
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) The Proxy may consider the matters and vote on my/our behalf as follows:
- | | | |
|-----------------------------------|--------------------------------------|-------------------------------------|
| <input type="checkbox"/> เห็นด้วย | <input type="checkbox"/> ไม่เห็นด้วย | <input type="checkbox"/> งดออกเสียง |
| Approve | Disapprove | Abstain |

- วาระที่ 11 พิจารณานุมัติการเพิ่มทุนจดทะเบียนของบริษัทฯ เพื่อรองรับการใช้สิทธิตามใบสำคัญแสดงสิทธิที่จะซื้อหุ้นสามัญเพิ่มทุนของบริษัทฯ ครั้งที่ 5 และแก้ไขหนังสือบริคณห์สนธิของบริษัทฯ ข้อ 4. เพื่อให้สอดคล้องกับการเพิ่มทุนจดทะเบียนของบริษัทฯ

Agenda 11 To consider the approval for a registered capital increase to accommodate the exercise of warrants representing the right to purchase newly issued ordinary shares of Company No.5 and amendment Clause 4. of Article of the Company's Memorandum of Association to reflect the capital increase.

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) The Proxy may consider the matters and vote on my/our behalf as the Proxy deems appropriate in all respects.
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) The Proxy may consider the matters and vote on my/our behalf as follows:
- | | | |
|-----------------------------------|--------------------------------------|-------------------------------------|
| <input type="checkbox"/> เห็นด้วย | <input type="checkbox"/> ไม่เห็นด้วย | <input type="checkbox"/> งดออกเสียง |
| Approve | Disapprove | Abstain |

- วาระที่ 12 พิจารณานุมัติการจัดสรรหุ้นสามัญเพิ่มทุนเพื่อรองรับการใช้สิทธิตามใบสำคัญแสดงสิทธิครั้งที่ 5 (A5-W5)

Agenda 12 To consider and approve the allocation of newly issued ordinary shares for supporting the exercising of the Company's A5-W5.

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) The Proxy may consider the matters and vote on my/our behalf as the Proxy deems appropriate in all respects.
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) The Proxy may consider the matters and vote on my/our behalf as follows:
- | | | |
|-----------------------------------|--------------------------------------|-------------------------------------|
| <input type="checkbox"/> เห็นด้วย | <input type="checkbox"/> ไม่เห็นด้วย | <input type="checkbox"/> งดออกเสียง |
| Approve | Disapprove | Abstain |

- วาระที่ 13 พิจารณาเรื่องอื่นๆ (ถ้ามี)

Agenda 13 To consider other matters (if any)

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) The Proxy may consider the matters and vote on my/our behalf as the Proxy deems appropriate in all respects.
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) The Proxy may consider the matters and vote on my/our behalf as follows:
- | | | |
|-----------------------------------|--------------------------------------|-------------------------------------|
| <input type="checkbox"/> เห็นด้วย | <input type="checkbox"/> ไม่เห็นด้วย | <input type="checkbox"/> งดออกเสียง |
| Approve | Disapprove | Abstain |

(5) การลงคะแนนเสียงของผู้รับมอบฉันทะในวาระใดที่ไม่เป็นไปตามที่ระบุไว้ในหนังสือมอบฉันทะนี้ถือว่าการลงคะแนนเสียงนั้นไม่ถูกต้องและไม่ถือเป็นการลงคะแนนเสียงของผู้ถือหุ้น

Voting of the proxy in any agenda that is not as specified in this Proxy Form shall be considered as invalid and shall not be the vote of a shareholder.

(6) ในกรณีที่ข้าพเจ้าไม่ได้รับความประสงค์ในการออกเสียงลงคะแนนในวาระใดไว้หรือระบุไว้ไม่ชัดเจนหรือในกรณีที่ประชุมมีการพิจารณาหรือลงมติในเรื่องใดนอกเหนือจากเรื่องที่ระบุไว้ข้างต้น รวมถึงกรณีที่มีการแก้ไขเปลี่ยนแปลงหรือเพิ่มเติมข้อเท็จจริงประการใด ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

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

กิจการใดที่ผู้รับมอบฉันทะได้กระทำให้ในการประชุม เว้นแต่กรณีที่ผู้รับมอบฉันทะไม่ออกเสียงตามที่ข้าพเจ้าระบุในหนังสือมอบฉันทะ ให้ถือเสมือนว่าข้าพเจ้าได้กระทำเองทุกประการ

Any business carried out by the proxy at the said meeting, except in case that the proxy does not vote according to my/our intention(s) specified in the Proxy Form, shall be deemed as having been carried out by myself/ourselves in all respects.

ลงชื่อ/Signed.....ผู้มอบฉันทะ/Grantor
(.....)

ลงชื่อ/Signed.....ผู้รับมอบฉันทะ/Proxy
(.....)

ลงชื่อ/Signed.....กรรมการอิสระผู้รับมอบฉันทะ/Independent Director Proxy
(.....)

หมายเหตุ / Remark

1. ผู้ถือหุ้นที่มอบฉันทะจะต้องมอบฉันทะให้ผู้รับมอบฉันทะเพียงรายเดียวเป็นผู้เข้าประชุมและออกเสียงลงคะแนน ไม่สามารถแบ่งแยกจำนวนหุ้นให้ผู้รับมอบฉันทะหลายคนเพื่อแยกการลงคะแนนเสียงได้

The shareholder appointing the proxy must authorize only one proxy to attend and vote at the meeting and may not split the number of shares to several proxies for splitting votes.

2. ในกรณีที่มิวาระที่จะพิจารณาในการประชุมมากกว่าวาระที่ระบุไว้ข้างต้น ผู้มอบฉันทะสามารถระบุเพิ่มเติมได้ในใบประจำต่อแบบหนังสือมอบฉันทะแบบ ข. ตามแนบ

In case there are any further agenda apart from those specified above brought into consideration in the meeting, the Grantor may use the Allonge of the Proxy Form B. as attached

3. กรุณากรอกข้อมูลทั้งหมดให้ถูกต้อง ครบถ้วน โดยเฉพาะ E-mail และเบอร์โทรศัพท์มือถือ (*) มิเช่นนั้น บริษัทจะไม่สามารถจัดส่งชื่อผู้ใช้ (Username) รหัสผ่าน (Password) และ OTP ให้แก่ท่านเพื่อใช้ในการล็อกอิน (Log-in) เข้าสู่ระบบการประชุมผู้ถือหุ้นผ่านสื่ออิเล็กทรอนิกส์ได้

Please correctly and completely fill in the form, especially email address and mobile phone number those specified with (*). Otherwise the Company shall not be able to send you the Username and Password and OTP used for logging-in to the electronic meeting system.

ใบประจำต่อแบบหนังสือมอบฉันทะแบบ ข.

ALLONGE OF PROXY FORM B.

การมอบฉันทะในฐานะเป็นผู้ถือหุ้นของบริษัท แอสเซท ไฟว์ กรุ๊ป จำกัด (มหาชน) ในการประชุมสามัญผู้ถือหุ้นประจำปี 2568 วันอังคารที่ 29 เมษายน 2568 เวลา 10:00 น. ผ่านสื่ออิเล็กทรอนิกส์ (E-AGM) หรือที่จะพึงเลื่อนไปในวัน เวลา และสถานที่อื่นด้วย

The appointment of proxy by the shareholder of Asset Five Group Public Company Limited at the 2024 Annual General Meeting of the Shareholders on **Tuesday, April 29, 2025 at 10.00 A.M.** streamed via E-AGM or any adjournment at any date, time and place thereof.

วาระที่..... เรื่อง.....

Agenda No. Re:

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(a) The Proxy may consider the matters and vote on my/our behalf as the Proxy deems appropriate in all respects.

(ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(b) The Proxy may consider the matters and vote on my/our behalf as follows:

เห็นด้วย.....เสียง ไม่เห็นด้วย.....เสียง งดออกเสียง.....เสียง

Approve votes Disapprove votes Abstain votes

วาระที่..... เรื่อง.....

Agenda No. Re:

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(a) The Proxy may consider the matters and vote on my/our behalf as the Proxy deems appropriate in all respects.

(ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(b) The Proxy may consider the matters and vote on my/our behalf as follows:

เห็นด้วย.....เสียง ไม่เห็นด้วย.....เสียง งดออกเสียง.....เสียง

Approve votes Disapprove votes Abstain votes

วาระที่..... เรื่อง.....

Agenda No. Re:

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(a) The Proxy may consider the matters and vote on my/our behalf as the Proxy deems appropriate in all respects.

(ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(b) The Proxy may consider the matters and vote on my/our behalf as follows:

เห็นด้วย.....เสียง ไม่เห็นด้วย.....เสียง งดออกเสียง.....เสียง

Approve votes Disapprove votes Abstain votes

**แบบหนังสือมอบฉันทะ แบบ ค. (แบบที่ใช้เฉพาะกรณีผู้ถือหุ้นเป็นผู้ลงทุนต่างประเทศ
และแต่งตั้งให้คัสโตเดียน (Custodian) ในประเทศไทยเป็นผู้รับฝากและดูแลหุ้น)
Proxy Form C. (specifically for foreign investors and have appointed a custodian
in Thailand to be a share depository and keeper)**

			เขียนที่.....
			Place
		วันที่.....เดือน.....พ.ศ.....	
		Date	Month
		Year	
(1)	ข้าพเจ้า.....	สัญชาติ.....	อยู่บ้านเลขที่.....
	I/We	Nationality	Resides at
	ซอย.....ถนน.....	ตำบล/แขวง.....	
	Soi.....Road	Sub-District	
	อำเภอ/เขต.....จังหวัด.....	รหัสไปรษณีย์.....	
	District	Province	Postal Code
(2)	เป็นผู้ถือหุ้นของบริษัท แอสเซท ไฟว์ กรุ๊ป จำกัด (มหาชน)		
	being a shareholder of Asset Five Group Public Company Limited		
	โดยถือหุ้นจำนวนทั้งสิ้นรวม.....	หุ้น และออกเสียงลงคะแนนได้เท่ากับ.....	เสียง ดังนี้
	holding	share(s), and have the rights to vote equal to	vote(s)
	<input type="checkbox"/> หุ้นสามัญ.....	หุ้น และออกเสียงลงคะแนนได้เท่ากับ.....	เสียง
	Ordinary share	share(s), have the rights to vote equal to	vote(s)
	<input type="checkbox"/> หุ้นบุริมสิทธิ.....	หุ้น และออกเสียงลงคะแนนได้เท่ากับ.....	เสียง
	Preference share	share(s), have the rights to vote equal to	votes.
(3)	ขอมอบฉันทะให้		
	Hereby appoint		
	กรรมการอิสระ / กรรมการตรวจสอบและบริหารความเสี่ยง		
	Independent Directors / Audit Committee		
(3.1)	<input type="checkbox"/> นายวัลลภ ศรีไพศาล (กรรมการอิสระ / ประธานกรรมการตรวจสอบและบริหารความเสี่ยง)		หรือ
	Mr. Wallop Sripaisal (Independent Director / Chairman of Audit and Risk Committee)		or
(3.2)	<input type="checkbox"/> นางสาวคันสนีย์ พูลสวัสดิ์ (กรรมการอิสระ / กรรมการตรวจสอบและบริหารความเสี่ยง)		หรือ
	Miss Sansanee Poolsawat (Independent Director / Audit and Risk Committee)		or
(3.3)	<input type="checkbox"/> นายภูริพัฒน์ ชุ่มธรรม (กรรมการอิสระ / กรรมการตรวจสอบและบริหารความเสี่ยง)		หรือ
	Mr. Puripat Chumtham (Independent Director / Audit and Risk Committee)		or
(3.4)อายุ.....	ปี	อยู่บ้านเลขที่.....
		Age	years, Resides at
	ซอย.....ถนน.....	ตำบล/แขวง.....	
	Soi.....Road	Sub-District	
	อำเภอ/เขต.....จังหวัด.....	รหัสไปรษณีย์.....	
	District	Province	Postal Code
	อีเมล*.....	โทรศัพท์มือถือ (สำหรับ OTP)*.....	หรือ
	E-mail Address*	Mobile Phone (for receiving OTP)*,	or
(3.5)อายุ.....	ปี	อยู่บ้านเลขที่.....
		Age	years, Resides at
	ซอย.....ถนน.....	ตำบล/แขวง.....	
	Soi.....Road	Sub-District	
	อำเภอ/เขต.....จังหวัด.....	รหัสไปรษณีย์.....	
	District	Province	Postal Code
	อีเมล*.....	โทรศัพท์มือถือ (สำหรับ OTP)*.....	
	E-mail Address*	Mobile Phone (for receiving OTP)*,	

คนหนึ่งคนใดเพียงคนเดียวเป็นตัวแทนของข้าพเจ้าเพื่อเข้าประชุมและออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมสามัญผู้ถือหุ้นประจำปี 2568
any one of them to be my/our proxy to attend and vote on my/our behalf at the Annual General Meeting of the Shareholders for the year 2025.

ในวันอังคารที่ 29 เมษายน 2568 เวลา 10:00 น. ผ่านสื่ออิเล็กทรอนิกส์ (E-AGM) หรือที่จะพึงเลื่อนไปในวัน เวลา และสถานที่อื่นด้วย

On Tuesday, April 29, 2025 at 10.00 A.M. streamed via E-AGM or any adjournment at any date, time and place thereof.

ข้าพเจ้าซึ่งเป็นผู้ถือหุ้นของบริษัท แอสเซท ไฟว์ กรุ๊ป จำกัด (มหาชน) ยินยอมให้ บริษัท แอสเซท ไฟว์ กรุ๊ป จำกัด (มหาชน) จัดส่งชื่อผู้ใช้ (Username) และรหัสผู้ใช้ (Password) ไปยังผู้รับมอบฉันทะตามชื่อและอีเมล (Email) ที่ข้าพเจ้าระบุในหนังสือมอบฉันทะฉบับนี้ (ยกเว้น ผู้ถือหุ้นที่ออกเสียงลงคะแนนตามความประสงค์มาแล้ว ผู้รับมอบฉันทะจะไม่ได้รับชื่อผู้ใช้ (Username) และรหัสผู้ใช้ (Password) เพื่อเข้าระบบลงคะแนนเสียงอีก)

I, a shareholder of Asset Five Group Public Company Limited, consent Asset Five Group Public Company Limited to send Username and Password to the proxy with the name and email address that I have specified in this proxy form hereto, (except I have already granted my proxy to vote at my desire, so the proxy shall not be obtained username or password to log in the system for voting).

(4) ข้าพเจ้าได้มอบฉันทะให้ผู้รับมอบฉันทะออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมครั้งนี้ ดังนี้

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

มอบฉันทะตามจำนวนหุ้นทั้งหมดที่ถือและมีสิทธิออกเสียงลงคะแนนในครั้งนั้น ดังนี้

To vote based on the total number of share held by my/our behalf in this meeting as follows:

มอบฉันทะบางส่วน คือ

To Split the votes as follows:

หุ้นสามัญ	หุ้น ออกเสียงลงคะแนนได้เท่ากับ.....	เสียง
ordinary share of	share(s), and have the rights to vote equal to	vote(s)
หุ้นบุริมสิทธิ	หุ้น ออกเสียงลงคะแนนได้เท่ากับ.....	เสียง
preferred share of	share(s), and have the rights to vote equal to	vote(s)
รวมสิทธิออกเสียงลงคะแนนได้ทั้งหมด.....		เสียง
Total voting right of		votes

(5) ข้าพเจ้าขอมอบฉันทะให้ผู้รับมอบฉันทะออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมครั้งนี้ ดังนี้

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

วาระที่ 1 รับทราบรายงานของคณะกรรมการบริษัท คณะกรรมการตรวจสอบและบริหารความเสี่ยง และผลการดำเนินงานของบริษัทฯ ประจำปี 2567 (ไม่มีการลงมติในวาระนี้)

Agenda 1 To acknowledge the reports of the board of directors, the Audit and Risk Committee, and the company's operating results for the year 2024. (No Vote)

วาระที่ 2 พิจารณานุมัติงบการเงินประจำปี 2567 สิ้นสุดวันที่ 31 ธันวาคม 2567

Agenda 2 To consider and approve the Company's financial statements for the year ended 31 December 2024.

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(a) The Proxy may consider the matters and vote on my/our behalf as the Proxy deems appropriate in all respects.

(ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(b) The Proxy may consider the matters and vote on my/our behalf as follows:

<input type="checkbox"/> เห็นด้วย	<input type="checkbox"/> ไม่เห็นด้วย	<input type="checkbox"/> งดออกเสียง
Approve	Disapprove	Abstain

วาระที่ 3 พิจารณานุมัติการจ่ายเงินปันผล และการจัดสรรเงินกำไรเป็นทุนสำรองตามกฎหมาย

Agenda 3 To consider and approve the Dividend payment in cash dividend and the allocation of net profit in 2024 as a legal reserve.

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(a) The Proxy may consider the matters and vote on my/our behalf as the Proxy deems appropriate in all respects.

(ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(b) The Proxy may consider the matters and vote on my/our behalf as follows:

<input type="checkbox"/> เห็นด้วย	<input type="checkbox"/> ไม่เห็นด้วย	<input type="checkbox"/> งดออกเสียง
Approve	Disapprove	Abstain

- วาระที่ 4 พิจารณามอบมติการเพิ่มจำนวนกรรมการ และแต่งตั้งกรรมการใหม่จำนวน 1 ท่าน

Agenda 4 To consider and approve the increase in the number of directors and appointment of 1 new director.

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) The Proxy may consider the matters and vote on my/our behalf as the Proxy deems appropriate in all respects.
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) The Proxy may consider the matters and vote on my/our behalf as follows:
- | | | |
|-----------------------------------|--------------------------------------|-------------------------------------|
| <input type="checkbox"/> เห็นด้วย | <input type="checkbox"/> ไม่เห็นด้วย | <input type="checkbox"/> งดออกเสียง |
| Approve | Disapprove | Abstain |

- วาระที่ 5 พิจารณาเลือกตั้งกรรมการแทนกรรมการที่ออกจากตำแหน่งตามวาระ

Agenda 5 To consider and approve the appointment of directors in replacement of those who must retire by rotation.

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) The Proxy may consider the matters and vote on my/our behalf as the Proxy deems appropriate in all respects.
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) The Proxy may consider the matters and vote on my/our behalf as follows:

- การเลือกตั้งกรรมการทั้งชุด
Election by group

- การเลือกตั้งกรรมการเป็นรายบุคคล
Election by individual

5.1 นายศุภโชค ปัญจทรัพย์

Mr. Supachoke Panchasarp

- | | | |
|-----------------------------------|--------------------------------------|-------------------------------------|
| <input type="checkbox"/> เห็นด้วย | <input type="checkbox"/> ไม่เห็นด้วย | <input type="checkbox"/> งดออกเสียง |
| Approve | Disapprove | Abstain |

5.2 นายโชติกร ปัญจทรัพย์

Mr. Chotikorn Panchasarp

- | | | |
|-----------------------------------|--------------------------------------|-------------------------------------|
| <input type="checkbox"/> เห็นด้วย | <input type="checkbox"/> ไม่เห็นด้วย | <input type="checkbox"/> งดออกเสียง |
| Approve | Disapprove | Abstain |

- วาระที่ 6 พิจารณามอบมติกำหนดค่าตอบแทนกรรมการ ประจำปี 2568

Agenda 6 To consider and determine the remuneration of directors for the year 2025.

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) The Proxy may consider the matters and vote on my/our behalf as the Proxy deems appropriate in all respects.
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) The Proxy may consider the matters and vote on my/our behalf as follows:
- | | | |
|-----------------------------------|--------------------------------------|-------------------------------------|
| <input type="checkbox"/> เห็นด้วย | <input type="checkbox"/> ไม่เห็นด้วย | <input type="checkbox"/> งดออกเสียง |
| Approve | Disapprove | Abstain |

- วาระที่ 7 พิจารณามอบมติการแต่งตั้งผู้สอบบัญชีและกำหนดค่าตอบแทน ประจำปี 2568

Agenda 7 To consider and approve the appointment of auditors and determination of the auditor fee for the year 2025.

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) The Proxy may consider the matters and vote on my/our behalf as the Proxy deems appropriate in all respects.
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) The Proxy may consider the matters and vote on my/our behalf as follows:
- | | | |
|-----------------------------------|--------------------------------------|-------------------------------------|
| <input type="checkbox"/> เห็นด้วย | <input type="checkbox"/> ไม่เห็นด้วย | <input type="checkbox"/> งดออกเสียง |
| Approve | Disapprove | Abstain |

- วาระที่ 8 พิจารณานุมัติการแก้ไขเพิ่มเติมข้อบังคับของบริษัทฯ

Agenda 8 To consider and approve the amendment of company's article of association

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) The Proxy may consider the matters and vote on my/our behalf as the Proxy deems appropriate in all respects.
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) The Proxy may consider the matters and vote on my/our behalf as follows:
- | | | |
|-----------------------------------|--------------------------------------|-------------------------------------|
| <input type="checkbox"/> เห็นด้วย | <input type="checkbox"/> ไม่เห็นด้วย | <input type="checkbox"/> งดออกเสียง |
| Approve | Disapprove | Abstain |

- วาระที่ 9 พิจารณานุมัติการลดทุนจดทะเบียนของบริษัทฯ โดยวิธีตัดหุ้นจดทะเบียนที่ยังไม่ได้ออกจำหน่าย และแก้ไขหนังสือบริคณห์สนธิของบริษัทฯ ข้อ 4. เพื่อให้สอดคล้องกับการลดทุนจดทะเบียน

Agenda 9 To consider the approval for registered capital reduction by canceling the unissued authorized ordinary shares and amendment No. 4 of the Article of the Company's Memorandum of Association to reflect the capital reduction.

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) The Proxy may consider the matters and vote on my/our behalf as the Proxy deems appropriate in all respects.
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) The Proxy may consider the matters and vote on my/our behalf as follows:
- | | | |
|-----------------------------------|--------------------------------------|-------------------------------------|
| <input type="checkbox"/> เห็นด้วย | <input type="checkbox"/> ไม่เห็นด้วย | <input type="checkbox"/> งดออกเสียง |
| Approve | Disapprove | Abstain |

- วาระที่ 10 พิจารณานุมัติการออกและจัดสรรใบสำคัญแสดงสิทธิที่จะซื้อหุ้นสามัญเพิ่มทุนของบริษัทฯ ครั้งที่ 5 (A5-W5) ให้แก่ผู้ถือหุ้นเดิมของบริษัทฯ ตามสัดส่วนการถือหุ้น (Right Offering)

Agenda 10 To consider and approve the issuance and allocation of the warrants to purchase the newly issued ordinary shares of Asset Five Group Public Company Limited No.5 (A5-W5) to the existing shareholders of the Company on a pro-rata basis to their respective shareholdings (Rights Offering).

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) The Proxy may consider the matters and vote on my/our behalf as the Proxy deems appropriate in all respects.
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) The Proxy may consider the matters and vote on my/our behalf as follows:
- | | | |
|-----------------------------------|--------------------------------------|-------------------------------------|
| <input type="checkbox"/> เห็นด้วย | <input type="checkbox"/> ไม่เห็นด้วย | <input type="checkbox"/> งดออกเสียง |
| Approve | Disapprove | Abstain |

- วาระที่ 11 พิจารณานุมัติการเพิ่มทุนจดทะเบียนของบริษัทฯ เพื่อรองรับการใช้สิทธิตามใบสำคัญแสดงสิทธิที่จะซื้อหุ้นสามัญเพิ่มทุนของบริษัทฯ ครั้งที่ 5 และแก้ไขหนังสือบริคณห์สนธิของบริษัทฯ ข้อ 4. เพื่อให้สอดคล้องกับการเพิ่มทุนจดทะเบียนของบริษัทฯ

Agenda 11 To consider the approval for a registered capital increase to accommodate the exercise of warrants representing the right to purchase newly issued ordinary shares of Company No.5 and amendment Clause 4. of Article of the Company's Memorandum of Association to reflect the capital increase.

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) The Proxy may consider the matters and vote on my/our behalf as the Proxy deems appropriate in all respects.
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) The Proxy may consider the matters and vote on my/our behalf as follows:
- | | | |
|-----------------------------------|--------------------------------------|-------------------------------------|
| <input type="checkbox"/> เห็นด้วย | <input type="checkbox"/> ไม่เห็นด้วย | <input type="checkbox"/> งดออกเสียง |
| Approve | Disapprove | Abstain |

- วาระที่ 12 พิจารณานุมัติการจัดสรรหุ้นสามัญเพิ่มทุนเพื่อรองรับการใช้สิทธิตามใบสำคัญแสดงสิทธิครั้งที่ 5 (A5-W5)

Agenda 12 To consider and approve the allocation of newly issued ordinary shares for supporting the exercising of the Company's A5-W5.

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) The Proxy may consider the matters and vote on my/our behalf as the Proxy deems appropriate in all respects.
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) The Proxy may consider the matters and vote on my/our behalf as follows:
- | | | |
|-----------------------------------|--------------------------------------|-------------------------------------|
| <input type="checkbox"/> เห็นด้วย | <input type="checkbox"/> ไม่เห็นด้วย | <input type="checkbox"/> งดออกเสียง |
| Approve | Disapprove | Abstain |

วาระที่ 13 พิจารณาเรื่องอื่นๆ (ถ้ามี)

Agenda 13 To consider other matters (if any)

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) The Proxy may consider the matters and vote on my/our behalf as the Proxy deems appropriate in all respects.
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) The Proxy may consider the matters and vote on my/our behalf as follows:
 - เห็นด้วย ไม่เห็นด้วย งดออกเสียง
 - Approve Disapprove Abstain

(6) การลงคะแนนเสียงของผู้รับมอบฉันทะในวาระใดที่ไม่เป็นไปตามที่ระบุไว้ในหนังสือมอบฉันทะนี้ถือว่าการลงคะแนนเสียงนั้นไม่ถูกต้องและไม่ถือเป็นารลงคะแนนเสียงของผู้ถือหุ้น

Voting of the proxy in any agenda that is not as specified in this Proxy Form shall be considered as invalid and shall not be the vote of a shareholder.

(7) ในกรณีที่ข้าพเจ้าไม่ได้รับความประสงค์ในการออกเสียงลงคะแนนในวาระใดไว้หรือระบุไว้ไม่ชัดเจนหรือในกรณีที่ประชุมมีการพิจารณาหรือลงมติในเรื่องใดนอกเหนือจากเรื่องที่ระบุไว้ข้างต้น รวมถึงกรณีที่มีการแก้ไขเปลี่ยนแปลงหรือเพิ่มเติมข้อเท็จจริงประการใด ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

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

กิจการใดที่ผู้รับมอบฉันทะได้กระทำไปในการประชุม เว้นแต่กรณีที่ผู้รับมอบฉันทะไม่ออกเสียงตามที่ข้าพเจ้าระบุในหนังสือมอบฉันทะ ให้ถือเสมือนว่าข้าพเจ้าได้กระทำเองทุกประการ

Any business carried out by the proxy at the said meeting, except in case that the proxy does not vote according to my/our intention(s) specified in the Proxy Form, shall be deemed as having been carried out by myself/ourselves in all respects.

ลงชื่อ/Signed.....ผู้มอบฉันทะ/Grantor
(.....)

ลงชื่อ/Signed.....ผู้รับมอบฉันทะ/Proxy
(.....)

ลงชื่อ/Signed.....กรรมการอิสระผู้รับมอบฉันทะ/Independent Director Proxy
(.....)

หมายเหตุ / Remark

1. หนังสือมอบฉันทะแบบ ค. นี้ ใช้เฉพาะกรณีที่ผู้ถือหุ้นที่ปรากฏชื่อในทะเบียนเป็นผู้ลงทุนต่างประเทศและแต่งตั้งให้คัสโตเดียน (Custodian) ในประเทศไทยเป็นผู้รับฝากและดูแลหุ้นให้เท่านั้น

This Proxy form C. is only used for the shareholders who are specified in the register as foreign investors and have appointed a custodian in Thailand to be a share depository and keeper.

2. หลักฐานที่ต้องแนบพร้อมหนังสือมอบฉันทะ คือ

The documents needed to be attached to this Proxy form are:

- (1) หนังสือมอบอำนาจจากผู้ถือหุ้นให้คัสโตเดียน (Custodian) เป็นผู้ดำเนินการลงนามในหนังสือมอบฉันทะแทน
Power of attorney from the shareholder empowering the custodian to sign this Proxy form on his/her behalf.
- (2) หนังสือยืนยันว่าผู้ลงนามในหนังสือมอบฉันทะแทนได้รับอนุญาตประกอบธุรกิจคัสโตเดียน (Custodian)
Document confirming that the person who signed the proxy form is permitted to operate the custodian business.

3. ผู้ถือหุ้นที่มอบฉันทะจะต้องมอบฉันทะให้ผู้รับมอบฉันทะเพียงรายเดียวเป็นผู้เข้าประชุมและออกเสียงลงคะแนน ไม่สามารถแบ่งแยกจำนวนหุ้นให้ผู้รับมอบฉันทะหลายคนเพื่อแยกการลงคะแนนเสียงได้

The shareholder appointing the proxy must authorize only one proxy to attend and vote at the meeting and may not split the number of shares to several proxies for splitting votes.

4. ในกรณีที่มิวาระที่จะพิจารณาในการประชุมมากกว่าวาระที่ระบุไว้ข้างต้น ผู้มอบฉันทะสามารถระบุเพิ่มเติมได้ในใบปะจําต่อแบบหนังสือมอบฉันทะแบบ ค. ตามแนบ
In case there are any further agenda apart from those specified above brought into consideration in the meeting, the Grantor may use the Allonge of the Proxy Form C. as attached

5. กรุณากรอกข้อมูลทั้งหมดให้ถูกต้อง ครบถ้วน โดยเฉพาะ E-mail และเบอร์โทรศัพท์มือถือ (*) มิเช่นนั้น บริษัทจะไม่สามารถจัดส่งชื่อผู้ใช้ (Username) รหัสผ่าน (Password) และ OTP ให้แก่ท่านเพื่อใช้ในการล็อกอิน (Log-in) เข้าสู่ระบบการประชุมผู้ถือหุ้นผ่านสื่ออิเล็กทรอนิกส์ได้

Please correctly and completely fill in the form, especially email address and mobile phone number those specified with (*). Otherwise the Company shall not be able to send you the Username and Password and OTP used for logging-in to the electronic meeting system.

ใบประจำต่อแบบหนังสือมอบฉันทะแบบ ค.

ALLONGE OF PROXY FORM C.

การมอบฉันทะในฐานะเป็นผู้ถือหุ้นของบริษัท แอสเซท ไฟว์ กรุ๊ป จำกัด (มหาชน) ในการประชุมสามัญผู้ถือหุ้นประจำปี 2568 วันอังคารที่ 29 เมษายน 2568 เวลา 10:00 น. ผ่านสื่ออิเล็กทรอนิกส์ (E-AGM) หรือที่จะพึงเลื่อนไปในวัน เวลา และสถานที่อื่นด้วย

The appointment of proxy by the shareholder of Asset Five Group Public Company Limited at the 2025 Annual General Meeting of the Shareholders on **Tuesday, April 29, 2025 at 10.00 A.M.** streamed via E-AGM or any adjournment at any date, time and place thereof.

วาระที่..... เรื่อง.....

Agenda No. Re:

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(a) The Proxy may consider the matters and vote on my/our behalf as the Proxy deems appropriate in all respects.

(ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(b) The Proxy may consider the matters and vote on my/our behalf as follows:

เห็นด้วย.....เสียง ไม่เห็นด้วย.....เสียง งดออกเสียง.....เสียง
Approve votes Disapprove votes Abstain votes

วาระที่..... เรื่อง.....

Agenda No. Re:

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

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(b) The Proxy may consider the matters and vote on my/our behalf as follows:

เห็นด้วย.....เสียง ไม่เห็นด้วย.....เสียง งดออกเสียง.....เสียง
Approve votes Disapprove votes Abstain votes

วาระที่..... เรื่อง.....

Agenda No. Re:

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

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(b) The Proxy may consider the matters and vote on my/our behalf as follows:

เห็นด้วย.....เสียง ไม่เห็นด้วย.....เสียง งดออกเสียง.....เสียง
Approve votes Disapprove votes Abstain votes

**Profile of Independent Directors for consideration in case the shareholders assign as proxies.
of Asset Five Group Public Company Limited**

**Shareholders can appoint an Independent Director
(Independent Director who have no conflict of interest in any agenda of the meeting)**

Name : Mr.Wallop Sripaisal

Appointment of Nominated : Independent Director / Chairman of Audit and Risk Committee

Nationality : Thai

Age : 52 Year

Address : 199 S-OASIS Building, 12th Floor, Unit 1210, 1211, 1212,
Vibhavadi-Rangsit Rd., Chomphol, Chatuchak Bangkok 10900

Education : **Master Degree**
- Master of Laws, Indiana University, Bloomington, USA.
- Master of Laws, Case Western Reserve University, USA.
Bachelor Degree
- Bachelor of Laws (Second class honors), Thammasat University
Certificate
- Barrister-at-Law, The Institute of Legal Education, Thai Bar Association.

Training Programs organized by Thai Institute of Directors (IOD) :

- Advanced Audit Committee Program (AACP) 34/2019
- Director Accreditation Program (DAP) 163/2019

Experience :

2021 - Present	The Chairman of Audit Committee / Independent Director Asset Five Group Public Company Limited
2018 - Present	Independent Director Asset Five Group Public Company Limited
2009 - Present	Director Pawin Art Company Limited
2009 - Present	Director Ta Yuan Sun Company Limited
2006 - Present	lawyer / Partner RL Counsel Company Limited
2020 - 2021	Director Spec Inter Company Limited
2020 - 2021	Director Arts Tailor Thaniya Company Limited

Conflict of Interest in both Directly and indirectly in any business of the Company or its subsidiaries : None

Special interest apart from other Directors in every agenda : None

Profile of Independent Directors for consideration in case the shareholders assign as proxies. of Asset Five Group Public Company Limited

Shareholders can appoint an Independent Director
(Independent Director who have no conflict of interest in any agenda of the meeting)

ชื่อ-สกุล	: Miss Sansanee Poolsawat
Position	: Independent Director / Audit and Risk Committee
Nationality	: Thai
Age	: 46 Year
Address	: 199 S-OASIS Building, 12th Floor, Unit 1210, 1211, 1212, Vibhavadi-Rangsit Rd., Chomphol, Chatuchak Bangkok 10900
Education	: <u>Master Degree</u> - Master of Economic Law, Taxation, Chulalongkorn University - Master of Accounting, Thammasat University <u>Bachelor Degree</u> - Bachelor of Law (Second class honors), Chulalongkorn University
Training organized by Thai Institute of Directors (IOD)	: - Advanced Audit Committee Program (AACP) 34/2019 - Director Accreditation Program (DAP) 163/2019
Experience :	
2021 - Present	Audit Committee / Independent Asset Five Group Public Company Limited
2018 - Present	Independent Director Asset Five Group Public Company Limited
2018 - Present	Director Proud in Pro Company Limited
2018 - Present	Director Russell Bedford Bangkok Advisory Company Limited (In 2024, the name was changed to Advisor by Proud Company Limited)
2015 - 2018	Director Grant Thornton Company Limited
2014 - 2015	Executive Grant Thornton UK LLP
Conflict of Interest in both Directly and indirectly in any business of the Company or its subsidiaries	: None
Special interest apart from other Directors in every agenda	: None

**Profile of Independent Directors for consideration in case the shareholders assign as proxies.
of Asset Five Group Public Company Limited**

**Shareholders can appoint an Independent Director
(Independent Director who have no conflict of interest in any agenda of the meeting)**

Name : Mr.Puripat Chumtham

Appointment of Nominated : Independent Director / Audit and Risk Committee

Nationality : Thai

Age : 43 Year

Address : 199 S-OASIS Building, 12th Floor, Unit 1210, 1211, 1212,
Vibhavadi-Rangsit Rd., Chomphol, Chatuchak Bangkok 10900

Education : **Master Degree**
- Master of Law, Ramkhamhaeng University

Bachelor Degree
- Bachelor of Law (Second class honors), Chulalongkorn University

Certificate
- Barrister-at-Law, The Institute of Legal Education, Thai Bar Association.

Training Programs organized by Thai Institute of Directors (IOD) :

- Company Secretary Program (CSP) 90/2018
- Company Reporting Program (CRP) 24/2019
- Advanced Audit Committee Program (AACP) 34/2019
- Director Accreditation Program (DAP) 163/2019

Experience :

2021 - Present	Audit Committee / Independent Asset Five Group Public Company Limited
2018 - Present	Independent Director Asset Five Group Public Company Limited
2018 - Present	Company Secretary Siam Technic Concrete Public Company Limited
2017 - Present	Director of Support Siam Technic Concrete Public Company Limited
2014 - 2016	Legal Department Manager Saraburi Technic Concrete Company Limited

Conflict of Interest in both Directly and indirectly in any business of the Company or its subsidiaries : None

Special interest apart from other Directors in every agenda : None

**Privacy Notice for the 2025 General Meeting of Shareholders
of Asset Five Group Public Company Limited
(The company will record both images and audio)**

Asset Five Group Public Company Limited (“Company”) values any personal information of the shareholder(s) and/or proxy (“you”) and acts in compliance with the Personal Data Protection Act B.E.2562. The Company would like to inform as follows:

1. Personal Data Collected

1.1 General Personal Data: Name, Age, Address, Telephone Number, Identification Number, Bank Account, e-mail, Fax number, Shareholder ID, Occupation

1.2 Sensitive Personal Data: Body’s temperature, traveling record related to health information, and Symptom. In the event of a power of attorney, the company is required to request a copy of the shareholder’s identification card, which may contain sensitive personal religious information on the identification card. If the company does not wish to collect such information, the owner of the information can obscure that information. The Company will record and broadcast images and sounds of the meeting for your and our legitimate interests.

2. Collection of Personal Data

In the direct collection of your Personal Data, we will use the Personal Data only as necessary and in accordance with the specified purposes. However, we may collect your Personal Data from other sources i.e. securities registrars or Thailand Securities Depository Co., Ltd. (TSD), but as necessary and in accordance law.

3. Purposes for the Collection, Use and Disclosure of Personal Data

The Company will collect and use your data in item 1.1 and item 1.2 for the purpose of calling, arranging, and conducting the AGM including verifying your identification and sending any related documents and carrying out any action according to the AGM resolutions and the related laws.

The Company will collect and use your data in item 1.1 for the purpose of preparing AGM minutes and keeping evidence of your attendance to the AGM as well as for any activity as necessary related to the legitimate interest of Company and other person to the extent that it is within your reasonable expectation.

The Company will collect and use your data in item 1.2 for the purpose of screening any person at risk of being infected with COVID-19 to achieve public health interest to prevent any contagious disease and in compliance with the measures and guidelines of AGM.

The Company will take photograph and record the video during the AGM for the use of reporting and publicizing the AGM via electronic means and printing. You may appear in the photograph or video recording of the AGM, but the details of your identity will not be identified.

4. Personal Data Retention Period

The Company will retain your Personal Data only for the duration necessary for the purposes specified in this Privacy Notice under appropriate and strict security measures. In the case that it is not possible to specify the Personal Data retention period, the Company will retain the Personal Data as may be expected per data retention standards such as the longest legal prescription of 10 years.

5. Your Rights as a Data Subject

As the owner of Personal Data (“Data Subject”), you have the rights as stipulated in the Personal Data Protection Act B.E. 2562i.e. right to withdraw the consent, right to access Personal Data, right to correct, delete or destroy your Personal Data, right to request suspension of the processing of your Personal Data, right to transfer your Personal Data, right of complaint, right to dissent to the processing or disclosing of your Personal Data and right to be informed of changes to this Privacy Notice.

6. Contact and exercise your rights

If you have any questions or want to ask more details about the collection, use, disclosure, and protection of your personal data. Or if you wish to exercise your rights under Personal Data Protection Laws, you can contact us at

Asset Five Group Public Company Limited

199 S-OASIS Building, 12th Floor, Unit 1210, 1211, 1212,

Vibhavadi-Rangsit Rd., Chomphol, Chatuchak Bangkok 10900 Tel. : 02-0263512 / E-mail : ir@assetfive.co.th.



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