



The Company organizes the meeting by electronic system.

11th March 2025

Subject: Invitation for Annual General Meeting of the Shareholders for the year 2025

To: Shareholders

Home Product Center Public Company Limited

- Enclosures:
1. A copy of the Annual General Meeting of the Shareholders for the year 2024;
 2. 2024 Annual report (56-1 One Report) including copy of statement of financial position, statement of comprehensive income and auditor's report as of 31st December 2024 in QR code form;
 3. (3.1) Three sets of Proxy form A, B and C as specified by Department of Business Development, Ministry of Commerce. (3.2) Details of documents to be presented prior to attending the meeting. (3.3) Brief biographies of Independent Director who serve as the proxy;
 4. Supplemental document for Agenda 5: the biography of directors who retired by rotation and proposed to re-appoint for another term, term of office, and summary report of the attendance of meeting;
 5. Definition of "Independent Director";
 6. Biography of the Auditor;
 7. Articles of Association regarding the Shareholders meeting;
 8. Request Form for the printed copy of the Invitation for Annual General Meeting of the Shareholders and Annual Report;
 9. User Manual of Electronic system for Annual General Meeting of the Shareholders;

At this Annual General Meeting of Shareholders, the Company has adhered to good corporate governance principles whereby, from 1st October 2024, to 15th January 2025, the Company provided the shareholders an opportunity to propose the agenda of the Meeting which, upon the expiration of the said period, it appeared that none of the shareholders proposed any agenda. The Board of Directors Meeting No.2/2025 of Home Product Center Public Company Limited which was held on 25th February 2025 adopted a resolution to call for the Annual General Meeting of the Shareholders for the year 2025 to be held on Thursday 10th April 2025, at 10.00 a.m. via electronic system (e-AGM) and registration time since 8.00 a.m. onward. The Meeting will be broadcasted from the Meeting room, Q-House Lumpini Building, 4th Floor, No.1, South Sathorn Road, Tung Mahamek Sub District, Sathorn District, Bangkok, to consider the following agendas:

Agenda 1 To consider the approval of the Minutes of the Annual General Meeting of the Shareholders for the year 2024.

Objectives and rationale

The secretary of the Meeting has prepared the Minutes of the Annual General Meeting of the Shareholders for the year 2024 held on 10th April 2024 and submitted such to the Stock Exchange of

Thailand within 14 days from the date of the Annual General Meeting of the Shareholders. The Board of Directors has considered that such Minutes are correct according to the resolution of the shareholders' meeting, therefore proposed to the Annual General Meeting of the Shareholders to consider certifying the minutes of the Annual General Meeting of the Shareholders for the year 2024 which was sent to the Shareholders together with the invitation of this Meeting (Enclosure no.1).

Opinion of the Board of Directors

The Board of Directors agreed to present to the Shareholders meeting to consider certifying the Minutes of the Annual General Meeting of the Shareholders for the year 2024, held on 10th April 2024.

To count the vote in this agenda requires more than half (1/2) of voting rights held by the shareholders attending the meeting and casting votes.

Agenda 2 To consider for acknowledgement of the Company's Operation Result of the year 2024.

Objectives and rationale

The Company has prepared the Board of Directors' report regarding the operation result ended 31st December 2024 showing the Company's operation result of the year 2024 in which such report has been considered by the Board of Directors and approved for its correctness and adequacy. The Company, therefore, would like to propose such report to the Annual General Meeting of the Shareholders for acknowledgement of the Company's operation result of the year 2024 which was sent to the shareholders together with the invitation of this meeting (the details of which is appeared in the Annual report for the year 2024 (Form 56-1 One Report) Part 1 Key Performance Result, Analysis Topics and Management Discussion and Analysis as the Enclosure no.2).

Opinion of the Board of Directors

The Board of Directors agreed to propose such to the Shareholders' Meeting for consideration of acknowledgement of the Company's operation result of the year 2024.

To count the vote in this agenda This agenda is only for acknowledgement, therefore, no vote is required.

Agenda 3 To consider the approval of the Statements of Financial Position and Statements of Comprehensive Income, including the Auditor's Report for the year ended 31st December 2024.

Objectives and rationale

The Company has prepared the Statements of Financial Position, Statements of Comprehensive Income and the Auditor's Report of the year ended 31st December 2024 in which such has already been examined by the auditor and approved by the meeting of Audit Committee no.2/2025 held on 24th February 2025 and the Board of Directors Meeting No.2/2025 held on 25th February 2025. In this regard, the Audit Committee and the Board of Directors have considered such and then approved for its correction and adequacy. The Company, therefore, would like to propose such to the Annual General Meeting of the Shareholders to consider for approval the Statements of Financial Position, Statements of Comprehensive Income and the Auditor's Report of the year ended 31st December 2024 (the details of which is appeared in the Annual report for the year 2024 (Form 56-1 One Report) Part 3 Financial Statements as the Enclosure no.2).

Opinion of the Board of Directors

The Board of Directors adopted a resolution approving to propose such to the Shareholders' Meeting for consideration of approval the Statements of Financial Position, Statements of Comprehensive Income and the Auditor's Report of the year ended 31st December 2024 which such has been considered by the meeting of Audit Committee No. 2/2025 held on 24th February 2025 and the Board of Directors Meeting No.2/2025 held on 25th February 2025 having the summary of material matters as follows:

In the year 2024, the Company had the total revenue at the amount of Baht 72,576.52 million which decreased by Baht 245.25 million or by 0.34%. Such revenue has been derived from contracts made between the Company and customers, consisting of the revenue from sales of goods and income from customer services (Home Service) in the total amount of Baht 67,952.02 million, which decreased by Baht 331.29 million or by 0.49% year-over-year. The decline in revenue was primarily due to increased consumer caution in spending, stemming from economic headwinds and uncertainties, notably persistently high household debt, despite the government stimulus measures such as the Easy E-Receipt 2024 program in the first quarter and the 10,000-baht cash handout program for vulnerable groups in the third quarter have been implemented. Furthermore, the ongoing road construction project in front of the HomePro Ratchaphruek store continued, therefore, causing the overall decrease of in-store customer traffic during 2024. However, the Company strives to be the leader of the home solution and living experience within home improvement industry by strategically expanding its store network to capitalize on market growth and serve diverse customer needs. During the year, a total of 9 new stores were opened, comprising 6 HomePro stores (Lamphun, Nong Khai, Rayong (Thap Ma), Mae Sot, Chiang Mai (Kad Ruamchok), and Phuket (Cherng Talay)) and 3 Mega Home locations (Udon Thani, Rayong (Thap Ma), and Sriracha). While the HomePro Rattanathibet store was closed due to lease expiration, a larger replacement store was opened nearby to better serve customers.

In 2024, the Company further expanded its hybrid store format, opening combined HomePro and Mega Home stores within the same location in strategic areas. This approach caters to both homeowners and contractors as one strategy to increase sales opportunities by offering complete one-stop shopping experience for products from both HomePro and Mega Home, both enhancing competitiveness and reducing operating costs through efficient space utilization.

Moreover, there is continuous development of the products and services sales system through branch and online channels. The Company continues to drive sales throughout the year by continuously organizing promotional activities, such as the "Redeem the Old for the New World" or "Trade in" campaigns, where customers can redeem old products for discounts on new products to support the appropriate and proper management of old products to promote a sustainable circular economy, etc.

For incomes of rental fee at the amount of Baht 1,854.37 million which decreased by Baht 27.87 million or by 1.48%. This decline was due to the absence of HomePro Expo and HomePro Fair events, which were typically held at convention and exhibition centers with participating vendors promoting their new products. In response, the Company has shifted to organize the HomePro Super Expo instead, leveraging both physical stores and online channels, to better serve comprehensive customer demands across various regions and potentially lower operating costs. Also, the Company had other incomes at the amount of Baht 2,770.13 million which increased by Baht 113.90 million or by 4.29% as a result of promotional activities jointly organized with our vendors in the distribution channel at our branches as well as more online distribution channels.

The Company had its net profit for the year 2024 at the amount of Baht 6,503.55 million which increased by Baht 61.99 million or by 0.96%, and had its basic earnings per share at Baht 0.49 as at

31st December 2024. The Company, therefore, has its total asset in the amount of Baht 69,664.87 million and its total liabilities in the amount of Baht 42,862.43 million and for the shareholders' equity in the amount of Baht 26,802.44 million. In this regard, the details of operation results appear in the annual report in the section of the Statements of Financial Position, Statements of Comprehensive Income and the Auditor's Report of the year ended 31st December 2024.

To count the vote in this agenda requires the votes more than half (1/2) of voting rights held by the shareholders attending the meeting and casting votes.

Agenda 4 To consider the approval of the dividend payment for the year 2024.

Objectives and rationale

The Company has its policy specifying for the dividend payment for not less than 40% of the net profit. In the year 2024, the Company had its annual net profit for the whole year in the amount of Baht 6,934.41 million as per the separate financial statements and there is no accumulated loss remaining. Moreover, the Company has sufficient cash flow to make the dividend payment according to the Company's policy.

The information showing the comparison of the dividend payment in the previous years is as follows:

Period	Year 2021	Year 2022	Year 2023
Cash dividend per share (per: Baht/share)	0.12 , 0.20 (Interim),(Year-end)	0.17 , 0.21 (Interim),(Year-end)	0.18 , 0.22 (Interim),(Year-end)
Total dividend payment (per: Baht/share)	0.32	0.38	0.40
Dividend payout ratio (comparing with the net profit)	84.42%	82.99%	85.19%

Opinion of the Board of Directors

The Company has its net profit according to the separate financial statements of the year 2024 for the whole year in the amount of Baht 6,934.41 million and there is no accumulated loss remaining and the Company has its sufficient cash flow to make the dividend payment as per the Company's policy. The Board of Directors, therefore, adopted a resolution to propose the Annual General Meeting of the Shareholders for consideration the approval regarding the dividend payment as following:

For the Company's operation result of the first half of the year 2024 (January 2024 – June 2024), the Board of Directors' Meeting No.8/2017 held on 29th August 2017 has adopted the resolution to allocate the legal reserve fund of the company have reached 10% of the registered capital (fully reserve fund). And the Board of Directors' Meeting No. 8/2024 held on 27th August 2024 has approved for interim dividend payment resulting from the Company's operation of the first six months of the year 2024 by cash dividend at the rate of Baht 0.18 per share in the amount of Baht 2,367.22 million. Therefore, the Board of Directors proposed to the Meeting of Shareholders to acknowledge such interim dividend payment.

For the Company's operation results of the second half of the year 2024 (July 2024 - December 2024), according to the separate financial statements, the Board of Directors approved to propose the Shareholders' Meeting to consider and approve as follows:

- (A) Since the legal reserve fund of the company already reached 10% of registered capital (fully reserve fund) which is Baht 1,315,120,000 therefore, for this dividend payment, the company is not required to allocate for the legal reserve fund.
- (B) Paid dividend by cash at the rate of Baht 0.25 per share, or not exceeding in total of Baht 3,287.80 million.

The total of the cash dividend payment for the whole year shall be equivalent to the rate of Baht 0.43 per share which the total amount was calculated to be approximately Baht 5,655.02 million, or at payout ratio of 81.55% of net profit according to the separate financial statement. Such rate of dividend payment is in accordance with the dividend payment policy of the Company. All dividends shall be deducted for the withholding tax at the rate stipulated by law.

According to the dividend payment mentioned above, the Company will pay such from the net profit arising from the Company's operation result of July 2024 - December 2024 in which the Company is required to pay corporate income tax at the rate 20%. The Shareholders, who are individuals, can obtain tax credits due to the dividend payment in accordance with Section 47 bis of the Revenue Code.

The list of shareholders who are entitled to receive the dividend (Record Date) will be issued on 23rd April 2025, and the dividend will be paid on 8th May 2025.

To count the vote in this agenda requires the votes more than half (1/2) of voting rights held by the shareholders attending the meeting and casting votes.

Agenda 5 To consider the approval of the appointment of the Company's directors in place of the directors who retired by rotation.

Objectives and rationale

Clause 14 of the Articles of Association of the Company specifies that, in every Annual General Meeting of the Shareholders, one-third of directors shall be retired from their position. In case the number of directors is not a multiple of three, the number of the directors nearest to one-third shall retire from their position. In the first and the second year after the Company has been registered for public company, the rotation of the director shall be proceeded by way of drawing lots. For the following years, the director who is in the position for the longest term would retire. However, the director who retired by rotation may be re-appointed to be the director.

In this year, the four directors of the Board of Directors who retired by rotation are as follows:

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|----------------------------|---------------|----------|---|
| 1. Mr. Anant | Asavabhokhin | Position | Chairman of Director |
| 2. Mr. Pornwut | Sarasin | Position | Director, Independent Director and
Nomination and Remuneration Committee |
| 3. Mr. Rathian | Srimongkol | Position | Director, Audit Committee and Independent
Director |
| 4. Asst. Prof. Dr. Kessara | Thanyalakpark | Position | Director, Audit Committee and Independent
Director |

The Nomination and Remuneration Committee has considered and opined that, after comparing with the number of directors under good corporate governance which shall consist of 5-12 people, the number of directors of 11 people is still within the specified criteria. The Company had provided an opportunity to shareholders to propose names of qualified persons to be proposed to the shareholders for their consideration in the agenda of appointing of directors in the Company's website from 1st October 2024 to 15th January 2025, it appeared that no one proposed any name to be considered for appointment as a director of the Company and we also considered that all four existing directors who retired by rotation in this year, have met the qualifications as specified in the Public Limited Company Act B.E. 2535 (1992) and have knowledge, capability, and experience in business relating to the Company's operation, and also in the past 2 years, such four directors of the Company have never been employees or partners of the auditor company. And, in this year, there are three Independent Directors who retired by rotation, i.e., Mr. Pornwut Sarasin, Mr. Rathian Srimongkol and Asst. Prof. Dr. Kessara Thanyalakpark. Mr. Pornwut Sarasin has held the position of Independent Director for more than 9 years, but the Nomination and Remuneration Committee has considered his qualifications and opined that he is fully qualified under the Public Limited Companies Act B.E. 2535 and in accordance with the laws relating to the requirements for independent directors who has substantial knowledge, capability, experience and expertise in business relating to the Company's business which can well provide useful advice to the Company and can well provide an independent opinions in accordance with the relevant laws. Therefore, four following directors should be proposed to be re-appointed for another term:

- | | | | |
|----------------------------|---------------|----------|---|
| 1. Mr. Anant | Asavabhokhin | Position | Chairman of Director |
| 2. Mr. Pornwut | Sarasin | Position | Director, Independent Director and
Nomination and Remuneration Committee |
| 3. Mr. Rathian | Srimongkol | Position | Director, Audit Committee and Independent
Director |
| 4. Asst. Prof. Dr. Kessara | Thanyalakpark | Position | Director, Audit Committee and Independent
Director |

(The biography of the directors, number of years in the position of director, and the number of time attending the meeting are appeared in the Enclosure 4.)

Opinion of the Board of Directors

The Board of the Directors has considered and agreed with the proposal of the Nomination and Remuneration Committee since there are criterions of nomination by considering from their qualifications and opined that all four directors have fully met with the qualification as specified in the Public Limited Companies Act B.E. 2535 (1992) and have knowledge, capability, experience in business relating to the Company's operation. Moreover, all four directors have well performed their obligations with the Company for all along and also in the past 2 years, such four directors of the Company have never been employees or partners of the auditor company. And, in this year, there are three Independent Directors who retired by rotation, i.e., Mr. Pornwut Sarasin, Mr. Rathian Srimongkol and Asst. Prof. Dr. Kessara Thanyalakpark. Mr. Pornwut Sarasin has held the position of Independent Director for more than 9 years, but the Nomination and Remuneration Committee has considered his qualifications and opined that he is fully qualified under the Public Limited Companies Act B.E. 2535 and in accordance with the laws relating to the requirements for independent directors and has substantial knowledge, capability, experience and expertise in business relating the Company's business which can well provide useful advice to the Company and can provide an independent opinion in accordance with the relevant laws.

In addition, the persons who are nominated to be the Company's Directors at this time have already been taken into the consideration of the Board of Directors in accordance with process prescribed by the Company and they have qualifications in accordance with the relevant rules and regulations and are suitable for the Company's business operations. Moreover, the Company has opened an opportunity to shareholders to propose names of qualified persons to be proposed to the shareholders for their consideration in the agenda of appointing of directors in the Company's website from 1st October 2024 to 15th January 2025, it appeared that no one has proposed any name to be considered for appointment as a director of the Company. Therefore, the Board of Directors approved to propose to the Shareholders' Meeting for consideration of the approval to re-appointed the four directors who retired by rotation in this year to be directors of the Company for another term.

To count the vote in this agenda requires the votes more than half (1/2) of voting rights held by the shareholders attending the meeting and casting votes provided that each director must be appointed by a separate resolution.

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

Objectives and rationale

Section 90 of the Public Limited Companies Act B.E. 2535 (1992) specifies that "the Company will not be allowed to pay money or any other assets to its directors unless for remuneration payment according to the Articles of Association of the Company."

Clause 15 of the Articles of Association of the Company specifies that "the directors are entitled to receive the remuneration from the Company in the form of rewards, attendance fee, bonus, or other benefits according to the Articles of Association or consideration of the Shareholders' Meeting and such remuneration may be specified in the certain amount of money or criteria for consideration from time to time or in effective all time until such has been changed. In addition, the directors will be entitled to receive allowance and other welfares according to the company's rules.

The contents in the first paragraph will not affect the right of staff or employee of the Company who is elected to be the director to receive the remuneration and benefits as the staff or employee of the Company."

The Company has its procedure to propose the remuneration through the consideration of the Nomination and Remuneration Committee before proposing such to the Board of Directors of the Company for their consideration and approval in order to propose such to the Shareholders' Meeting. In this regard, the Nomination and Remuneration Committee has considered according to the specified criteria as follows:

1. Considering suitability by comparing with the criteria, method, rate of payment and obligation assigned of the Company in the same business and industry and considering on the Company's liquidity.
2. Considering the Company's operation results as of year-end and the payment will be made when the Company has its profit.
3. Considering payment when the Company has already paid remuneration to shareholders and employees.

The composition of the Director's remuneration is monthly remuneration in providing the consultation in any matter to the Company working group and attendance fee. Normally, the Company will arrange for the Board of Directors Meeting to be held at least once a month and also arrange for other sub-

committee meetings, i.e., the Audit Committees Meeting, the Executive Directors Meeting and the Nomination and Remuneration Committees Meeting.

The Nomination and Remuneration Committees and the Board of Directors of the Company have considered to specify the remuneration of the Directors of the Company by considering on the Company's result in overall, the dividend payment paid to shareholders, obligations and responsibilities of each of the Board of Directors group and, therefore, opined that the Shareholders' Meeting should approve for remuneration of the Directors and Sub-Committees of the year 2025 for the amount not exceeding Baht 12,000,000 (Twelve Million Baht) which is equivalent to the payment for the year 2024.

For other benefits, the Company proposed to the meeting for acknowledgement that other benefits that the Company gave to the directors are as follows:

1. The welfares benefit for buying goods with discount, which the given discount are as specified in the Articles of Association of the Company having been approved by the Shareholders' Meeting, and that such welfares benefit was given by the Company at the rate not higher than that the Company giving to general VIP customers which is fixed at the highest rate not more than 10% which is equivalent to the previous year.

2. The Company provides welfare of medical checkup for 1 time per year which no Director exercises the right on annual medical checkup in the previous year.

The information showing the comparison of remuneration payment in the previous years is as follows:

The year paid for remuneration	Approved amount	Actual amount paid	Other Benefit	
			Discount on buying of goods	Medical checkup
2022	12,000,000 Baht	10,280,000 Baht	<u>maximum</u> 10%	1 time per year
2023	12,000,000 Baht	10,890,000 Baht	<u>maximum</u> 10%	1 time per year
2024	12,000,000 Baht	10,890,000 Baht	<u>maximum</u> 10%	1 time per year

Number of the Board of Directors' Meeting in the year 2024 is as follows:

Board of Directors	Actual Number of Meeting in 2024
-The Board of Directors Meeting	12
-The Executive Directors Meeting	12
-The Audit Committees Meeting	12
-The Nomination and Remuneration Committees Meeting	3
-The Non-Executive Directors Meeting	1

Opinion of the Board of Directors

The Board of Directors has considered and agreed with the proposal of the Nomination and Remuneration Committee and, therefore, adopt a resolution to propose such to the Shareholders' Meeting for consideration the approval for the remuneration of Directors and Sub-Committees of the year 2025 in the amount of not exceeding Baht 12,000,000 (Twelve Million Baht) which is equivalent to the payment for the year 2024. The details of remuneration payment are as follows:

Composition of Remuneration	Amount
Remuneration of Directors	
1. Monthly remuneration - Chairman - Vice Chairman - Chairman of Executive Director - Director	Baht 80,000 per person / per month Baht 60,000 per person / per month Baht 60,000 per person / per month Baht 40,000 per person / per month
2. Remuneration per meeting attendance - Chairman - Vice Chairman - Chairman of Executive Director - Director	Baht 30,000 per person / per meeting attendance Baht 30,000 per person / per meeting attendance Baht 30,000 per person / per meeting attendance Baht 20,000 per person / per meeting attendance The Director who is in the management position of the Company will not receive Remuneration per meeting attendance.
Remuneration of Sub-Committees meeting allowance is payable for each meeting only the time of meeting attendance. (Sub-committees are composing of the Audit Committees, the Executive Directors and the Nomination and Remuneration Committees).	
Remuneration per meeting attendance - Chairman of each Sub-committee - Director of each Sub-Committee	Baht 30,000 per person / per meeting attendance Baht 20,000 per person / per meeting attendance

Other than the Director's remunerations as mentioned above, the Company has also given other benefits to the Directors are as follows:

1. The welfares benefit for buying goods with discount which the given discount is as specified in the Articles of Association of the Company and approved by the Shareholders' Meeting, and such welfares benefit was given by the Company at the rate not higher than the rate the Company giving to general VIP customers, which is fixed at the highest rate not more than 10%
2. The Company provides welfare of medical checkup for 1 time per year.

To count the vote in this agenda requires a vote of not less than two-thirds (2/3) of voting rights held by the shareholders attending the meeting. Directors who received remuneration shall abstain from voting on this agenda.

Agenda 7 To consider the approval of the payment of Directors' bonus for the year 2024.

Objectives and rationale

Section 90 of the Public Limited Companies Act B.E. 2535 (1992) specifies that “Company will not be allowed to pay money or any other assets to its directors unless for remuneration payment according to the Articles of Association of the Company.”

Clause 15 of the Articles of Association of the Company specifies that “the directors are entitled to receive the remuneration from the Company in the form of rewards, attendance fee, bonus, or other benefits according to the Articles of Association or consideration of the Shareholders' Meeting and such remuneration may be specified in the certain amount of money or criterions for consideration from time to time or in effective all time until such has been changed. In addition, the Directors will be entitled to receive allowance and other welfares according to the Company's rules.

The contents in the first paragraph will not affect the right of staff or employee of the Company who is elected to be the Director to receive the remuneration and benefits as the staff or employee of the Company”.

The Nomination and Remuneration Committee has considered the bonus of the Directors by considering on the suitability having the criterions as follows:

1. Since the Board of Directors has been involved in specifying the policies, operating guideline, including giving advice on various aspects of the Company.
2. Despite of the slowdown of overall economy in 2024, the company was still able to make a net profit of Baht 6,503.55 million, an increase of Baht 61.99 million or by 0.96%. The Board of Directors monitored and gave advice through 12 regular monthly meetings in 2024.

The information showing the comparison of Director's bonus payments of the previous years is as follows:

The year approved for the bonus payment to the Directors and Sub-Committees	Approved amount	Actual amount paid
2021	33,000,000 Baht	33,000,000 Baht
2022	35,000,000 Baht	35,000,000 Baht
2023	35,000,000 Baht	35,000,000 Baht

Opinion of the Board of Directors

The Board of Directors has considered and agreed with the proposal of the Nomination and Remuneration Committee which has considered the Directors' bonus by concerning on the suitability and comparing with the information from the same industry, including the growth of the Company, and therefore; the Board of Directors proposed to the Shareholders' Meeting for consideration the

approval for the payment of bonus for all Directors and Sub-Committees of the year 2024 in the amount of Baht 35,000,000 (Thirty Five Million Baht) which is equivalent to the year 2023.

To count the vote in this agenda requires a vote of not less than two-thirds (2/3) of voting rights held by the shareholders attending the meeting. Directors who receive bonus shall abstain from voting on this agenda.

Agenda 8 To consider the approval of the appointment of auditors and determination the auditing fee for the year 2025.

Objectives and rationale

Clause 30 (5) of the Articles of Association of the Company specifies that the matters which the Annual General Meeting shall proceed are as follows: (5) appointing the auditors and specifying the audit fee.

The Audit Committee has considered many auditors by considering the performance result, independence of the auditors, and then proposed to the Board of Directors to appoint the auditor of EY Company Limited to be the auditors of the Company of the year 2025 as per the following auditors' names:

1. Ms. Wilaiporn Chaowiwatkul CPA No.9309 and/or
2. Ms. Orawan Techawatanasirikul CPA No.4807 and/or
3. Mrs. Nummon Kerdmongkhonchai CPA No.8368 and/or
4. Ms. Yuchira Tuaton CPA No.10725

This is because they have good standards in their performance, specialized in auditing, and always well performed in their obligations. In addition, when comparing with the quantity of work and the rate of audit fee of other listed companies in the same level, the Committee opined that such audit fee is appropriate and, therefore, approved the audit fee for the year 2025 in the amount of not exceeding Baht 4,325,000 (Four Million Three hundred and Twenty-Five thousand Baht)

In addition to the audit fee, the Company has also paid for other fee, i.e. fee for being witness for destruction of damaged goods at approximately Baht 150,000 and there may be additional audit fee from the increase of new branch or registration of new company or other expenses of the Company and its subsidiaries in which the Company has approved such additional expenses not exceeding Baht 1,500,000. The details of the audit fee for the year 2025 and other service fees are as follows:

Audit Fee	Year 2022	Year 2023	Year 2024	Year 2025
Annual audit fee for the financial statements of the Company and its subsidiaries located in Thailand.	Baht 2,695,000	Baht 2,995,000	Baht 3,170,000	Baht 3,320,000
Quarterly reviewing fee for financial statements of the Company for the whole year	Baht 1,020,000	Baht 1,005,000	Baht 1,005,000	Baht 1,005,000
Total amount requested for approval	Baht 3,715,000	Baht 4,000,000	Baht 4,175,000	Baht 4,325,000

(The details of other service fees appear on annual report (Form 56-1 One Report) Part 1 Key Performance Result, Analysis topics Management Discussion and Analysis, Sub-topic on auditor's remuneration, the Enclosure 2, and The biography of auditors appeared in the Enclosure 6.)

Opinion of the Board of Directors

The Board of Directors has considered and agreed with the proposal of the Audit Committee and, therefore, proposed such to the Shareholders' Meeting for consideration the approval for the appointment of the auditors of EY Company Limited to be the auditors of the Company of the year 2025, and approved the audit fee for the year 2025 in the amount of not exceeding Baht 4,325,000 (Four Million Three hundred and Twenty-Five thousand Baht) including other fees, i.e. fee for being witness for destruction of damaged goods at approximately Baht 150,000 and there may be additional audit fee from the increase of new branch or registration of new company or other expenses of the Company and its subsidiaries in which the Company has approved for such additional expenses not exceeding Baht 1,500,000. auditors as per the following names:

- 1. Ms. Wilaiporn Chaowiwatkul CPA No.9309 and/or
- 2. Ms. Orawan Techawatanasirikul CPA No.4807 and/or
- 3. Mrs. Nummon Kerdmongkhonchai CPA No.8368 and/or
- 4. Ms. Yuchira Tuaton CPA No.10725

In the event that the auditors mentioned above are unable to perform their duties, EY Company Limited shall assign other approved auditors of the Company to audit the Company's account and express opinion on the Company's financial statement in place of them. The Company has appointed the auditors from EY Company Limited to be the auditors of the Company. The auditor who is authorized to sign the Company's financial statement is unable to serve in such position for more than consecutive period of 7 years. In 2025, the auditor who has signed the financial statement is Ms. Wilaiporn Chaowiwatkul, who will perform as the auditor for the second year. However, the auditors have no relationship and no conflict of interests with the Company/ subsidiary/ executive/major shareholder, or any person related to such person which the auditors of the Company and the auditors of subsidiaries are in the same audit firm.

To count the vote in this agenda requires more than half (1/2) of voting rights held by the shareholders attending the meeting and casting votes.

The schedules related to the Annual General Meeting of the Shareholders for the year 2025 are appeared in the table here below:

Schedules related to the Annual General Meeting of the Shareholders	Date
1. Specifying the name list of shareholders who are eligible to attend the Shareholders' Meeting (record date)	11 th March 2025
2. Specifying the date of the Annual General Meeting of the Shareholders for the year 2025.	10 th April 2025
3. Specifying the name list of the Shareholders who are entitled to receive dividend.	23 rd April 2025
4. Specifying the dividend payment.	8 th May 2025



If the company amends the date, time, form and venue for such meeting, the Company will disseminate the information thereof via website of the Stock Exchange of Thailand and/or the Company's website, including other channels that may be available for Shareholders to be informed in advance.



Yours faithfully,



(Mr. Weerapun Ungsumalee)

Managing Director

Authorized Person of the Board of Directors
Home Product Center Public Company Limited

**Because it is an electronic meeting system (e-AGM),
Please read the meeting requirements in the notes on the next page.**

Remarks:

1. Since it is an electronic meeting system (e-AGM), the details of agenda are presented above which Shareholders can register in advance (Pre-Register) starting from 1st April 2025. Please see the terms and conditions for attending the Shareholders' meeting via DAGM ONLINE, including how to use it as set out in the user manual in Enclosure 9.
2. The Company has published the invitation letter, 2024 Annual Report (Form 56-1 One Report) together with the proxy in Form A, Form B, and Form C in Thai and English versions on the Company's website in which the Shareholders can download at www.homepro.co.th in the investor relations section or according to the QR code attached to the invitation letter.
3. **Steps to register and proxy for electronic meeting system (e-AGM).**

3.1 For shareholders attending in person through electronic devices:

Please register through QR Code or the link specified below and prepare the registration documents (as specified in Enclosure 9) from 1st April 2025 onward. The registration documents will then be verified to ensure the identification of the Shareholders. After the documents are verified that it is correct, the Shareholders will receive an email with Username and Password for logging into the electronic meeting system (e-Service Platform) on the date of the Meeting from 08.00 a.m. onwards.



<https://register.pttdigital.com/HMPRO/registerbase>

3.2 For shareholders attending by proxy:

3.2.1 Shareholders may appoint any person to act as their proxy and attend the electronic meeting in person. In such case, please fill the information in the Registration Form and Proxy Form A or B or C (Enclosure 3) and prepare the required documents in proxy granting (as described in Enclosure 3).

3.2.2 In the event of desiring to grant the proxy to Independent Director, please indicate the name of Mr. Boonsom Lerdhirunwong in the proxy form. In such case, please fill the information in the Registration Form and Proxy Form A or B or C (Enclosure 3) and prepare the required documents in proxy granting (as described in Enclosure 3). The appointed independent director shall vote in each agenda as stated by the shareholder in the Proxy Form. The biography of the Independent Director appears in the Enclosure 3.3

3.2.3 In the event of desiring to grant the proxy as set out in either clause 3.2.1. or 3.2.2 as above. Shareholder shall sign his/her name in the Proxy form at the column of "grantor" and the "grantee" shall sign his/her name in the column of "grantee", which the form shall be affixed with stamp duty of Baht 20. After that, please send all documents to the Company via email at ir@homepro.co.th and via post at the following address:

**The Investor Relation Department.
Home Product Center Public Company Limited
No. 31 4th Floor Prachachuennonthaburi Road, Tumbol Bang Khen, Amphur Muang
Nonthaburi, Nontaburi Province 11000, Thailand.**

3.2.4 Such proxy documents together with the required supporting document must be sent to the Company by 9th April 2025. The registration documents will be verified to ensure the identification of the Shareholders. After that, the proxy will obtain the email with Username and Password for logging into the electronic meeting system (e-Service Platform) on the date of the Meeting from 08.00 a.m. onwards. Please see the procedure in attending E-AGM for more details in Enclosure 9.

* Please register through e-Service Platform at least 2 days before 10th April 2025 for the convenience in attending the meeting on the meeting date.

4. In the event that the Shareholder desires to make inquiry regarding the Conference System Instruction Manual, Method of registration and attendance of the meetings. Please contact Call Center 02-140-2006.
5. In the event that the Shareholder desires to make inquiry regarding the information relating to any agenda of the Company's Meeting, the Shareholders can send his/her question to the Company in advance within 4th April 2025 attention: **the Investor Relation Department, Home Product Center Public Company Limited No. 31 4th Floor Prachachuennonthaburi Road, Tumbol Bang Khen, Amphur Muang Nonthaburi, Nontaburi Province 11000 or at email: ir@homepro.co.th** or telephone number 02-8321494 , 02-8321049. However, the Shareholders can also send your questions or queries on the date of the Shareholders' meeting via DAGM ONLINE.
6. Any Shareholder who needs the printed copy of the Invitation for Annual General Meeting of the Shareholders for the year 2025 or Annual Report for the year 2024 (Form 56-1 One Report) or Form B Proxy, please send the reply form attached to this invitation letter to **the Investor Relation Department, Home Product Center Public Company Limited No. 31 4th Floor Prachachuennonthaburi Road, Tumbol Bang Khen, Amphur Muang Nonthaburi, Nontaburi Province 11000, or at** email: ir@homepro.co.th or https://hmpro-th.listedcompany.com/ir_contact.html within 4th April 2025. Please specify the name and address clearly.
7. The operation of the company to be followed in The Personal Data Protection Law to arrange the shareholders' meeting via DAGM ONLINE, the Company will keep, gather, use and disclose personal information of the shareholders in order to comply with our obligation specified by law and to service all shareholders in attending the meeting provided that the shareholders will be protected according privacy policy or privacy notice as appeared on the Company's website at www.homepro.co.th/privacy-notice.

Enclosure 1

**FOR TRANSLATION PURPOSE ONLY, THAI LANGUAGE TEXT WILL BE FOR OFFICIAL USE
MINUTES OF THE ANNUAL GENERAL MEETING OF THE SHAREHOLDERS FOR THE YEAR 2024
OF
HOME PRODUCT CENTER PUBLIC COMPANY LIMITED**

Time and Venue

The Meeting was held on 10th April 2024 at 10.07 hrs. via electronic system (E-AGM). The Meeting was broadcasted from the Meeting room, 4th Floor, Q-House Lumpini Building No.1, South Sathorn Road, Tungmahamek Sub District, Sathorn District, Bangkok. The company's E-AGM system complies with the standards of the Royal Decree on Electronic Media Meeting B.E. 2020 and the announcement of the Ministry of Digital Economy and Society regarding security standards for meetings via electronic media. For this meeting, the company has enlisted Digital Access Platform Company Limited, a meeting control system provider certified by the Electronic Transactions Development Agency, to manage the live broadcast, meeting registration, and vote counting systems.

Mr. Weerapun Ungsumalee, the Managing Director, informed to the Meeting that Mr. Anant Asavabhokhin, Chairman of the Board, was unable to attend the meeting. Mr. Weerapun Ungsumalee, as a Shareholder, then, nominated Mr. Naporn Sunthornchitcharoen, a Director, Executive Director and Chairman of the Nomination and Remuneration Committee, to be a the Chairman of this Shareholders' Meeting instead. The Meeting approved the appointment of Mr. Naporn Sunthornchitcharoen to be the Chairman of the Meeting.

The Chairman declared the meeting opened by introducing the Board of Directors, Auditors, and Independent Legal counsel who attended the meeting as follows:

List of the Directors attending the Meeting

1. Mr. Naporn	Sunthornchitcharoen	Position	Director, Chairman of Nomination and Remuneration Committee and Executive Director
2. Mr. Khunawut	Thumpomkul	Position	Director, Chairman of Executive Director and Nomination and Remuneration Committee
3. Mr. Boonsom	Lerdhirunwong	Position	Director, Chairman of Audit Committee and Independent Director
4. Mr. Rathian	Srimongkol	Position	Director, Audit Committee and Independent Director
5. Asst. Prof. Dr. Kessara Thanyalakpark		Position	Director, Audit Committee and Independent Director
6. Mr. Achawin	Asavabhokin	Position	Director and Executive Director
7. Mrs. Suwanna	Buddhaprasart	Position	Director

8. Ms. Vareeporn Udomkunnatum	Position	Director
9. Mr. Pornwut Sarasin	Position	Director, Independent Director and Nomination and Remuneration Committee (who attended the meeting via online)
10. Mr. Weerapun Ungsumalee	Position	Director and Managing Director

List of the Director being absent

The Company has 11 Directors in total and 10 Directors have attended the meetings therefore, a ratio of Directors attending the Annual General Meeting of the Shareholders was at 91.00% in which there was 1 Director not attending the Meeting due to prior commitment i.e. Mr. Anant Asavabhokhin.

Company Secretary and acting as Secretary of the Meeting

1. Ms. Wannee Juntamongkol	Position	Executive Vice President - Accounting and Finance (Chief Finance officer and Company Secretary)
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The meeting was attended by executives of various departments who were there to participate in respond to any related questions, as follows.

1. Mr. Vathuny Visuthikosol	Position	Executive Vice President – International Business and Real Estate
2. Mr. Chaiyuth Karunyasopon	Position	Executive Vice President – Service Business Group and Supply Chain Management

Number of Shareholders attending the Meeting

The Chairman of this Meeting reported to the Shareholders the quorum of the Meeting as follows:

1. Shareholders attending via online Meeting	24 persons representing	820,157 shares
2. Shareholders by Proxy holders	1,805 persons representing	9,862,354,258 shares

There were Shareholders attending the Meeting totaling 1,829 persons, representing 9,863,174,415 shares in total which was equivalent to 74.9983 % of the subscribed shares and constituted the quorum.

From Proxy holders in no.2, there were 2 juristic person who are shareholders holding shares over 10%, representing 6,588,901,530 shares.

Proceeding of the meeting

The Chairman of the Meeting assigned Mr. Weerapun Ungsumalee to conduct the Meeting and to inform the details of each agenda and assigned Ms. Wannee Juntamongkol to explain the

Meeting's procedure, right to express an opinion and to make enquiry and voting as in the following:

Ms. Wannee Juntamongkol said thank you to all shareholders for joining saving paper usage by using QR Code instead of paper which such can reduce the greenhouse gas emission for 280.2 tons of carbon or equivalent to planting 31,132 trees. In this regard, if any Shareholder is desirous to receive the document in printed form, they can do by:

1. Filling in the form which you have received with the Invitation Letter and send to the Company for proceeding with the delivery or;
2. Sending an email : ir@homepro.co.th with name and address to proceed with the delivery.

The Company will record the Meeting in video media and the Meeting will be proceeded in each agenda as indicated in the Invitation Letter. The Moderator will inform the details of each agenda before voting. However, the Board of Directors concerned and gave priority to the Shareholders' right with the purpose for all Shareholders to exercise their own right and not be deprived both on fundamental right to receive appropriate, sufficient and in time information and right to attend the Meeting and vote and also to open the opportunity for all Shareholders to exercise the following rights:

Right of the Shareholders to express opinion

Due to Electronic Meeting, if any shareholder has any suggestion or question, there are 2 ways to proceed to this is Electronic Meeting,

1. In case the shareholder wants to ask a question via DAP e-Shareholder Meeting, the shareholder can write his/her question or suggestion via DAP e-Shareholder Meeting which you have registered when you attended the Meeting and the Moderator will answer that question in the Meeting.
2. In case the shareholder wants to ask a question by himself/herself, the shareholder who wants to inquire by himself/herself please type in the inquiry box that "I want to ask questions by myself" The directors will call the name of such shareholder, then the shareholders please press the Unmute button to turn on the microphone for asking questions. For asking the question by yourself, the Directors will call after answering the questions received from the DAP e-Shareholder Meeting channel under item 1 has been completed.

Voting Method

Voting method used by the Company is 1 Share: 1 Vote. After the report on each Agenda is made, the Moderator will request the Meeting to vote provided that the shareholder can vote via DAP e-Shareholder Meeting which was registered while shareholders attended the Meeting. Shareholders have 2 minutes to vote. However, if the shareholder has not proceeded anything, the system will record that shareholders agree with that Agenda.

For the shareholder who gave proxy to any person to attend the Meeting and to vote according to such shareholder's intention, the Company already recorded such objecting vote, no-objection vote and abstaining vote into DAP e-Shareholder Meeting system for the resolution acquiring of each agenda.

For the Articles of Association regarding the meeting of shareholders and the resolution of shareholders, such can be examined from the attached document No.7 (pages 87-88) of the Invitation Letter.

In this regard, in order for the shareholder who attended via Online Meeting to understand how to ask a question and vote online, the Company played the video with regard to the Meeting method for more understanding and preparation before attending the Meeting. If there is any problem occurred, please contact us as provided in the Invitation Letter or contact 02-8321494 and 02-8321049.

Remark: The Public Company Limited Act provides that, to adopt a resolution for general matter, voting shall not be less than one-half of shareholders attending the meeting and voted, by excluding the vote from the shareholders who abstained from voting. Therefore, in Agenda 1, 3, 4, 5 and 8 shall be no votes from abstention included.

Equitable Treatment to Shareholders

1. The Proposal of Agenda of the Shareholders' Meeting and Name of Directors

The Company gave the opportunity to the Shareholders to propose the agenda of the shareholders' meeting and nominated directors since 16th October 2023 by proposing such via the Company's website together with notifying it to the Stock Exchange of Thailand on 10th October 2023 and the final date to accept such proposed agenda and nominated director was on 19th January 2024. During such period, there was no shareholder proposing any agenda of the meeting and name of director to be considered.

2. The Dispatch of Questions in Advance

The Company gave the opportunity to Shareholders to send question in advance to the Company within 5th April 2024, at Investor Relation Department or email: ir@homepro.co.th. However, during such period, there was no Shareholder sending question to the Company.

3. The Dissemination of the Invitation Letter of the Meeting

In order for the Shareholders to access the details of this Annual General Meeting of Shareholders, the Company published the invitation letter both in Thai and English languages on the Company's website and notified the news to the Stock Exchange of Thailand since 13th March 2024.

4. The Company's Auditor and Independent Representative

In this Annual General Meeting of Shareholders, the Company would like to inform that there were the Company's auditor and Independent Representative attending the Meeting as follows:

Representative of Auditor of EY Office Limited

1. Mrs. Gingkarn Atsawarangsalit CPA No.4496 as an intermediary and to answer question if there is any related question.

Representative of Independent Representative

1. Ms. Patra Wasinwattanapong Legal Consultant from Wissen & Co., Ltd., as an independent representative and intermediary to examine the vote
2. Mr. Boonsom Lerthirunwong Independent Director as a Minority Shareholder's representative. In order to comply with good corporate governance, the Company has appointed as independent representative and intermediary to examine the vote. Additionally, Mr. Chanathip Witthayakul, acting as a proxy for the Thai Investors Association, was also present at the meeting.

Remark : After the announcement of the constitution a quorum by the Chairman of the meeting, there were attending shareholders signed out of the electronic system (E-AGM) for a total of 480,102,240 shares. Therefore, the total number of share was 9,383,072,175 shares and the number of vote in agenda 1 was decreased accordingly.

The Annual General Meeting of the Shareholders for the year 2024 considered all Agendas and adopted the resolutions as follows:

Agenda 1 To consider the approval of the Minutes of the Annual General Meeting of the Shareholders for the year 2023

The Secretary of the Company prepared the Minutes of the Annual General Meeting of the Shareholders for the Year 2023 held on 7th April 2023 and submitted such to the Stock Exchange of Thailand within 14 days from the date of the Annual General Meeting of the Shareholders. The Board of Directors has considered that such Minutes are correct according to the resolution of the Shareholders' Meeting, therefore proposed to the Annual General Meeting of the Shareholders to consider to certify the Minutes of the Annual General Meeting of the Shareholders for the year 2023 which was sent to the Shareholders together with the invitation letter of this Meeting (Enclosure no.1).

Before casting the vote and making a resolution, the Chairman of the Meeting opened the opportunity for all Shareholders to make an inquiry but there was no shareholder giving any question.

Resolved

The Meeting considered and resolved to certify the Minutes of Annual General Meeting of the Shareholders for the Year 2023 with the votes of more than one half of the total votes of the Shareholders attending the Meeting and casting votes. The details were as follows:

Resolution	Number of Shares	Percentage of Shareholders attending the meeting and casting votes
-Approved	9,383,072,175	100.0000
-Disapproved	0	0.0000
-Abstained	0	Do not count in tallying the vote
-Voided ballot	0	Do not count in tallying the vote

Agenda 2

To consider for acknowledgement of the Company's Operation Results of the year 2023.

The Company has prepared the Board of Directors' report regarding the operation result ended 31st December 2023 showing the Company's operation result of the year 2023 in which such report has been considered by the Board of Directors and approved for its correctness and adequacy. The Company, therefore, would like to propose such report to the Annual General Meeting of the Shareholders for acknowledgement of the Company's operation result of the year 2023 which was sent to the shareholders together with the invitation of this meeting. Ms.Wanee reported the Company's Operation Result of the year 2023, the Management analysis regarding the change in financial statement and various factors which significantly impacted to the Company, both in positive and negative ways, as follows:

Corporate Structure of Company

At present, Homepro business group is composing of Home Products Center Public Company Limited, as a parent company, and affiliated and associate companies as follows:

Affiliated companies

1. Mega Home Center Co., Ltd., engaging in selling the construction materials business and focusing on a group of contractors. The ratio of shares held by the Company are 99.99%.
Since July 1, 2022, Mega Home has transferred its retail business to Home Product Center Public Company Limited, The remaining business is only real estate rental company lease out the space to Homepro.
2. Market Village Business, engaging in space rental management. The ratio of shares held by the Company are 99.99%. The business is currently being operated by Home Product Center Public Company Limited.
3. DC Service Center Co., Ltd., as a warehouse and distribution of products for both the company and its business partners. The ratio of shares held by the Company are 99.99%.
4. Home Product Center (Malaysia) Sdn, Bhd, engaging in international trade business in oversea; same business model as HomePro. The ratio of shares held by the Company are 100%.
5. Home Products Center (Vietnam) Co., Ltd., engaging in retail business in Vietnam via online channel using the trademark name “Homebase”. The ratio of shares held by the Company are 100%.

1 Associate company e.g.

One Stock Home Co., Ltd. engaging in selling construction materials and decorative items business via online channel. The target group is contractor. The Company acquired the shares in the year 2022. The ratio of shares held by the Company are 30%

Report on the Change of No of Branch in the Year 2023 (as at 31st December 2023) is as follows:

- Home Products Center Public Company Limited: Currently, there are 31 branches located in Bangkok and its vicinity, 58 branches located in upcountry. There were new branches opened in the year 2023 i.e. Seacon Bangkae branch, which replaced Lotus Bangkae branch located in a nearby area to provide more convenience to customers, as well as Bang Bua Thong branch and Phuket (Chao Fa) branch .

- Home Pro S: Currently, there are 4 branches located in Bangkok and its vicinity and 1 branch in upcountry.

- Mega Home Center Co., Ltd.: Currently, there are 6 branches located in Bangkok and its vicinity and 21 branches located in upcountry. In the year 2023, we opened new branches in Rattana Thibet branch, Bangplee branch, Tiwanon branch, Nakhon Pathom branch, Chiang Mai branch, Bangsaen branch, Pluak Daeng branch, Thung Song branch and Phuket (Chao Fa) branch.

- Home Products Center Co., Ltd. (Malaysia): Currently, there are 7 branches. There was no new branch opened in the previous year.

Income from Retail Sales

In the Year 2023, the Company had the total revenue at the amount of Baht 72,821.77 Million which increased by Baht 3,432.34 Million or by 4.95%. Such revenue has been derived from contracts made between the Company and customers, consisting of the revenue from sales of goods and income from customer services (Home Service) in the total amount of Baht 68,283.31 million, which increased by Baht 3,192.43 million or up by 4.90%. As a result of the expansion of more branches in 2023, three new HomePro branches were opened, including Seacon Bangkhae branch, which replaced Lotus Bangkhae branch located in a nearby area to provide more convenience to customers, as well as Bang Bua Thong branch and Phuket (Chao Fa) branch. In addition, 9 new Mega Home branches were opened which are Rattanathibet branch, Bangplee branch, Tiwanon branch, Nakhon Pathom branch, Chiang Mai branch, Bangsaen branch, Pluak Daeng branch, Thung Song branch and Phuket (Chao Fa) branch. Moreover, there is continuous development of the products and services sales system through branch and online channels. Although in the second half of the year, there was a slowdown due to economic conditions that cause an impact in many aspects, such as interest rate increase or household debt that tends to rise, etc. However, the Company continues to drive sales throughout the year by continuously organizing promotional activities, such as the "Redeem the Old for the New World" or "Trade in" campaigns, where customers can redeem old products for discounts on new products to support the appropriate and proper management of old products to promote a sustainable circular economy, etc.

For incomes of rental fee at the amount of Baht 1,882.23 Million which increased by Baht 161.65 Million or by 9.39% as a result of more income collection derived from rental space of Market Village Shopping Centers and HomePro branches, especially in the area related to tourism, the number of tourists has continued to increase compared to those of the previous year, as well as increased rental income from the opening more branches in 2023. Also, the Company had other incomes at the amount of Baht 2,656.23 million which increased by Baht 78.27 million or by 3.04% as a result of promotional activities jointly organized with our vendors in the distribution channel at our branches as well as more online distribution channels.

Selling and Administration Expenses

In summary, selling and administration expenses of the year 2023 were at Baht 14,189 Million which increased by Baht 964 Million or by 7.29%. The amount increases in SG&A was attributable to the increase of expenses related to new stores opening of Homepro and Megahome, employee salaries and welfare, depreciation, and utilities expenses. Cost of rental increase due to higher utilities cost from resumption to normal operation.

Net Profit

The Company has its net profit for the year 2023 at the amount of Baht 6,441.56 Million which increased by Baht 224.47 Million or by 3.61%, and has its basic earnings per share at 0.49 Baht as at 31st December 2023. The Company, therefore, has its total asset in the amount of Baht 69,047.89 Million and its total liabilities in the amount of Baht 43,489.10 Million and for the shareholders' equity in the amount of Baht 25,558.79 Million. In this regard, the details of operation result appear in the annual report in the section of the Statements of Financial Position, Statements of Comprehensive Income and the Auditor's Report of the year ended 31st December 2023.

Ms. Wannee reported to the Meeting that the Company has been awarded on sustainable operation as follows:

International Level

- DJSI (Dow Jones Sustainability Indices): The Company has been awarded for 7 years consecutively.
- FTSE4 GOOD
- MSCI ESG Rating (Received AA)
- Bloomberg Gender Equality Index (GEI)
- Sustainalytics (ESG Risk ranking): The Company are categorized in low risk rating

Domestic Level

- SET ESG Rating 2023 (Received AA)
- Sustainability Disclosure Recognition 2023 from Thaipat institute.
- Excellence CG Score (IOD)
- ESG 100
- CAC Certified: Currently, the Company was certified to be a member of Private Sector Collective Action against Corruption. This is a membership renewal for the year 2022.

The Chairman of the Meeting opened the opportunity for all Shareholders to make an inquiry and there were shareholders questioning as follows:

Khun Veerachai Kiatwimol (Proxy of the shareholder) questioned:

Question 1: What measures does the company currently have for managing and taking care of customers in terms of product claims with suppliers? Product claims made to HomePro did not have a definite time period for large and high-priced products, such as air conditioners and refrigerators. Customers have contacted HomePro Call Center but received the answer that customers would only have to wait for the approval, but the date and time for consideration of approval cannot be specified.

Khun Weerapun, Managing Director answered the question:

Generally, the company will have clear lead time and will do our best to solve problems of customers. If the problem is caused by the company's fault, the company will immediately solve the problems of customers. But if it is the responsibility of the product owners, the company will instantly coordinate with them for the customers. We appreciate the shareholders, and the company will take it for review and improvement.

Question 2: Has HomePro inspected the suppliers' false advertisement of products? For example, advertising that buying the products from this brand, a technician will go to inspect and provide service within one business day, but when the customer bought such product, it appears as the fact that the customer has to wait for the supplier for approximately 15 days to inspect by informed that the queue was full. Or in the case of purchasing a product from HomePro and the problem of the product was found, the customer claimed the product from the supplier, but the supplier refused to accept the claim for the entire product, instead claimed that only some parts were damaged. In this regard, what measures does HomePro have to deal with the supplier?

Khun Weerapun, Managing Director answered the question:

Generally, the vendors are obliged to comply with the company's agreement in relation to selling of products including the correct administration of products whereas communication of information will be made through the VRM system. Therefore, if it is found that it is the fault of a vendor, the company will call them to discuss to find the solution and responsibility (if any). However the company will conduct investigation on this matter.

Question 3: At present, I buy products from HomePro. But when there was a problem, I made a claim of the product with HomePro and was informed that the application of the claim has been made, but the brand owner did not approve. Then, I contacted the brand owner directly, it appears that the owner of the product accepted the claim of the product in part, but not in whole. Therefore, I wonder why I will buy products from HomePro where HomePro does not have any power to deal with the problem. Hence, I want to notify the management of such problems as well because I believe that the top management may not know about this problem.

Khun Weerapun, Managing Director answered the question:

For the claim of the product, prior to approving the claim, inspection for actual damage or defects must be taken because sometimes it may occur due to use which is not the company's fault, and there is a clear inspection procedure. If the defect of such product falls under the conditions notified at the time of selling of products, the company will accept the claim in all cases.

Khun Viriya Supajariyawichai (Shareholder) questioned:

Regarding the competitive trend of electrical appliances of the company compared with those on online platform, how can we maintain the customer base and growth? This is because it is found that the product owners have increasingly sold their own products via online platforms.

Khun Weerapun, Managing Director answered the question:

The company cannot prohibit product owners from selling their products on online channels. However, the company can compete with the owners of products because the company sells products as the sale solutions, and our strong Home Service can be competitive with product owners. And the company's market share is higher than that of competitors in almost every product category.

Resolved This Agenda was the acknowledgement of Operation's Result. Therefore, there was no adoption of resolution.

Remark : After the consideration of Agenda 1 and Agenda 2 have been completed, there were attending shareholders signed out of the electronic system (E-AGM) for a total of 20,363 shares. Therefore, the total number of share was 9,383,051,812 shares and the number of vote in agenda 3 was decreased accordingly.

Agenda 3 **To consider the approval of the Statements of Financial Position and Statements of Comprehensive Income, including the Auditor's Report for the year ended 31st December 2023.**

The Company prepared the Statements of Financial Position, Statements of Comprehensive Income, including the Auditor's Report of the year ended 31st December 2023 in which such has already been examined by the auditor and approved by the meeting of Audit Committee No.2/2024 held on 23rd February 2024 and the Board of Directors' Meeting No.2/2024 held on 27th February 2024. The Chairman of the Meeting declared to the Meeting that, in the year 2023, the summarized financial information was as follows:

Sales	= Baht 68,283.31 Million which increased from the previous year Baht 3,192.34 Million or by 4.90%;
Total Revenues	= Baht 72,821.77 Million which increased from the previous year Baht 3,432.34 Million or by 4.95%;
Net profits	= Baht 6,441.56 Million which increased from the previous year Baht 224.47 Million or by 3.61%;
The basic earnings per share	= Baht 0.49
Paid up Capital	= Baht 13,151.20 Million;

As of 31st December 2023,

The Company had its total assets = Baht 69,047.89 Million;
Total liabilities = Baht 43,489.10 Million;
Shareholders' equity = Baht 25,558.79 Million.

Regarding the details of Operation Results, it appeared on the Statements of Financial Position, Statements of Comprehensive Income, including the Auditor's Report for the year ended 31st December 2023, the details of which appeared in the Annual Report for the year 2023 (Form 56-1 One Report) Part 3 Financial Statements which was sent to the Shareholders together with the invitation letter of this Meeting as the Enclosure no.2.

The Audit Committee and the Board of Directors considered and opined that such is sufficient and correct, therefore proposed such to the Annual General Meeting of the Shareholders for consideration of approval the Statements of Financial Position, Statements of Comprehensive Income, including the Auditor's Report of the year ended 31st December 2023.

Before casting the vote and making a resolution, the Chairman of the Meeting opened the opportunity for all Shareholders to make an inquiry but there was no shareholder giving any question.

Resolved

The Meeting considered and adopted the resolution to approve the Statements of Financial Position, Statements of Comprehensive Income, including the Auditor's Report for the year ended 31st December 2023 with the votes of more than one-half of the total votes of the Shareholders attending the Meeting and casting votes. The details were as follows:

Resolution	Number of Shares	Percentage of Shareholders attending the Meeting and casting votes
-Approved	9,383,051,812	100.0000
-Disapproved	0	0.0000
-Abstained	0	Do not count in tallying the vote
-Voided ballot	0	Do not count in tallying the vote

Agenda 4 To consider the approval of the dividend payment for the year 2023.

The Chairman of the Meeting informed the Meeting that the Company has its policy specifying for the dividend payment for not less than 40% of the net profit. In the year 2023, the Company had its annual net profit for the whole year in the amount

of Baht 6,174.97 Million as per the separate financial statement and there is no accumulated loss remaining. Moreover, the Company has its sufficient cash flow to make the dividend payment according to the Company's policy. The information showing the comparison of the dividend payment by cash and stock dividend in the previous year is as follows:

Period	Year 2020	Year 2021	Year 2022
Cash dividend per share (per:Baht/share)	0.10 (Interim) 0.20 (Year-end)	0.12 (Interim) 0.20 (Year-end)	0.17 (Interim) 0.21 (Year-end)
Total dividend payment (per:Baht/share)	0.30	0.32	0.38
Dividend payout ratio (comparing with the net profit)	82.40%	84.42%	82.99%

For the Company's operation result of the first half of the year 2023 (January 2023 - June 2023), the Board of Directors' Meeting No.8/2017 held on 29th August 2017 has adopted the resolution to allocate the legal reserve fund of the company have reached 10% of the registered capital (fully reserve fund). And the Board of Directors' Meeting No.8/2023 held on 29th August 2023 has approved for interim dividend payment resulting from the Company's operation of the first six months of the year 2023 by cash dividend at the rate of Baht 0.18 per share in the amount of Baht 2,367.22 million.

The Board of Directors proposed to the Meeting of Shareholders to acknowledge such interim dividend payment.

For the Company's operation results of the second half of the year 2023 (July 2023 - December 2023), according to the separate financial statements, the Board of Directors approved to propose the Shareholders' Meeting to consider and approve as follows:

(A) Since the legal reserve fund of the company already reached 10% of registered capital (fully reserve fund) which is Baht 1,315,120,000 therefore, for this dividend payment, the company is not required to allocate for the legal reserve fund.

(B) Paid dividend by cash at the rate of Baht 0.22 per share, or not exceeding in total of Baht 2,893.27 million.

The total of the cash dividend payment for the whole year shall be equivalent to the rate of Baht 0.40 per share which the total amount was calculated to be approximately Baht 5,260.49 million, or at payout ratio of 85.19% of net profit according to the separate financial statement. Such rate of dividend payment is in

accordance with the dividend payment policy of the Company. All dividends shall be deducted for the withholding tax at the rate stipulated by law.

According to the dividend payment mentioned above, the Company will pay such from the net profit arising from the Company's operation result of July 2023 - December 2023 in which the Company is required to pay corporate income tax at the rate 20%. The Shareholders, who are individuals, can obtain tax credits due to the dividend payment in accordance with Section 47 bis of the Revenue Code.

The list of shareholders who are entitled to receive the dividend (Record Date) will be issued on 23rd April 2024, and the dividend will be paid on 8th May 2024.

Before casting the vote and making a resolution, the Chairman of the Meeting opened the opportunity for all Shareholders to make an inquiry but there was no shareholder giving any question.

Resolved

The Meeting considered and adopted the resolution to acknowledge the interim dividend payment and approved the allocation for legal reserve fund and dividend payment as follows:

- A. Since the legal reserve fund of the company already reached 10% of registered capital (fully reserve fund) in the amount of Baht 1,315,120,000, therefore, for this dividend payment, the company is not required to allocate for the legal reserve fund.
- B. Approved the dividend payment by cash at the rate of Baht 0.22 per share, or not exceeding in total of Baht 2,893.27 Million.

The list of shareholders who are entitled to receive the dividend (Record Date) will be issued on 23rd April 2024, and the dividend will be paid on 8th May 2024.

The Meeting adopted the resolution with the votes of more than one-half of the total votes of the Shareholders attending the Meeting and casting votes. The details were as follows:

Resolution	Number of Shares	Percentage of Shareholders attending the Meeting and casting votes
-Approved	9,383,051,812	100.0000
-Disapproved	0	0.0000
-Abstained	0	Do not count in tallying the vote
-Voided ballot	0	Do not count in tallying the vote

Remark : After the consideration of Agenda 4 has been completed, there were additional attending shareholders with the number of the share of 3,332,900 shares. Therefore, the total number of share was 9,386,384,712 shares. And the Company still allowed them to have the right to vote. Therefore, the number of vote in agenda 5.1 was increased accordingly.

Agenda 5 **To consider the approval of the appointment of the Company’s directors in place of the directors who are retired by rotation.**

The Chairman of the Meeting declared to the Meeting that Clause 14 of the Articles of Association of the Company specifies that, in every Annual General Meeting of the Shareholders, one-third directors shall be retired from their position. In case the number of directors cannot be divided into 3 parts, the number of the directors in closely number of one-third shall be retired from their position. In the first and the second year after the Company has been registered for public company, the rotation of the director shall be proceeded by way of drawing lots. For the following years, the director who is in the position for the longest term would be retired. However, the director who is retired by rotation may be re-appointed to be the director for another term.

In this year, the four directors of the Board of Directors who would be retired by rotation are as follows:

- | | | | |
|------------------|---------------|----------|---|
| 1. Mr. Weerapun | Ungsumalee | Position | Director and Managing Director |
| 2. Mr. Boonsom | Lerdhirunwong | Position | Director and Chairman of Audit Committee and Independent Director |
| 3. Mrs.Suwanna | Buddhaprasart | Position | Director |
| 4. Ms. Vareeporn | Udomkunnatum | Position | Director |

The Board of the Directors has considered and agreed with the proposal of the Nomination and Remuneration Committee. Since, comparing with the number of directors under good corporate governance which shall consist of 5-12 people, the number of directors of 11 people is still within the specified criteria and is deemed suitable.

The Company had given an opportunity to shareholders to propose names of qualified persons to be proposed to the shareholders for their consideration in the agenda of appointing of directors in the Company’s website from 16th October 2023 to 19th January 2024, it appeared that no one proposed any name to be considered for appointment as a director of the Company and we also considered that all four existing directors who retired by rotation in this year, have met the qualifications as specified in the Public Limited Company Act B.E. 2535 (1992) and have knowledge, capability, and experience in business relating to the Company’s operation. Moreover, all four directors have well performed their obligation with

the Company for all along and also in the past 2 years, such four directors of the Company have never been employees or partners of the auditor company. And, in this year, there is an Independent Director who retired by rotation, i.e., Mr.Boonsom Lerdhirunwong who has been holding the position of Independent Director for more than 9 years, but the Nomination and Remuneration Committee has considered his qualifications and opined that he is fully qualified under the Public Limited Companies Act B.E. 2535(1992) and in accordance with the laws relating to the requirements for independent directors and has substantial knowledge, capability, experience and expertise in business relating to the Company's business and has a skill in audits which can well provide useful advice to the Company and can well provide an independent opinions in accordance with the relevant laws. In addition, the persons who are nominated to be the Company's Directors at this time have already been taken into the consideration of the Board of Directors in accordance with process prescribed by the Company and they have qualifications in accordance with the relevant rules and regulations and are suitable for the Company's business operations and the company's business strategies.

The Board of the Directors, therefore, proposed such to the Shareholders' Meeting for consideration the approval to re-appointed all four directors of the Company who would be retired by rotation in this year to be directors of the Company for another term are as follows.

- | | | |
|-------------------------------|----------|---|
| 1. Mr. Weerapun Ungsumalee | Position | Director and Managing Director |
| 2. Mr. Boonsom Lerdhirunwong | Position | Director and Chairman of Audit Committee and Independent Director |
| 3. Mrs.Suwanna Buddhaprasart | Position | Director |
| 4. Ms. Vareeporn Udomkunnatum | Position | Director |

For transparency in casting the vote, the Directors who are nominated to be appointed at this time will abstain and not at the Meeting.

The biography of the directors, number of years in the position of director, and the number of time attending the meeting are as follows:

The biography of directors is retired by rotation and proposed to re-appoint for another term.

Committee Information

Name - Surname Mr. Weerapun Ungsumalee
Age 61
Position Director and Managing Director
 Directors authorized to sign on behalf
 of the company as specified in the certificate
Date of Appointment February 1, 2019
Main Occupation Managing Director
 Home Product Center Public Company Limited (Retail)



Direct shareholding : 5,497,670 shares proportion 0.04%
 Spouse and minor child shareholding : None
 Family relationship with Directors and management : None

Education

Education	Major	University
Master Degree	Industrial Engineering	Asian institute of Technology (AIT)
Bachelor Degree	Industrial Engineering	King Mongkut's institute of Technology, Ladkrabang.

Training

Institution	Program
Absolute Alliances	Year 2020 - Digital Business Solution Summit 2020
Thai Institute of Directors Association (IOD)	Year 2019 - Director Certification Program (DCP) 272/2019
Capital Market Academy (CMA)	Year 2019 - Capital Market Leadership Program (CMLP) 29/2019
MAI Listed Company Association (mai)	Year 2019 - Chief Transformation Officer Program (CTO)

A Brief of Working Experience during the past 5 years

Currently does not hold positions in any other listed companies.

Being Director of 1 Listed company

During	Position	Company Name	Type of Business
2022 - Present	Managing Director	Home Product Center Plc.	Retail
2019 - Present	Director		
2016 - 2023	Executive Vice President		
2007 - 2016	Senior Vice President - Operation		
2005 - 2007	Senior Vice President - Information Technology		

Being Director of 3 non-listed companies

During	Position	Company Name	Type of Business
2019 - Present	Director	Home Product Center (Malaysia) Sdn. Bhd.	Retail
2018 - Present	Director and Managing Director	Mega Home Center Co.,Ltd.	Retail construction materials
2013 - Present	Director	DC Service Center Co.,Ltd.	Freight forwarding business

Conflict of Interest

The director is not holding the position of director or executive management in other business or in the business that could cause any conflict of interest against the Company.

No. of Terms and No. of service year as Directors. 2 terms for 5 years 2 months 10 days of services:

1st Term: From February 1, 2019 to April 8, 2021

2nd Term: From April 8, 2021 to April 10, 2024

Summary of No. of Meeting attendance during the past year for consideration:

1. Board of Director Meeting : 12 attendances out of total 12 meetings

Committee Information

Name - Surname Mr. Boonsom Lerdhirunwong
Age 70
Position Chairman of the Audit Committee and Independent Director
Date of Appointment October 1,2014
Main Occupation Chairman and Independent Director, Quality Houses Plc. (Real estate development)



Direct shareholding : There is no holding of company securities
 Spouse and minor child shareholding : None
 Family relationship with Director and : None

Education

Education	Major	University
Doctoral Degree	Civil Engineering	INSA Toulouse, France
Master Degree	Civil Engineering	Chulalongkorn University
Bachelor Degree	Civil Engineering	Chulalongkorn University

Training

Institution	Program
Thai Institute of Directors Association (IOD)	Year 2022 - Advanced Audit Committee Program (AACP) 45/2022
	Year 2019 - Board Matters and Tends (MBT) 7/2019
	Year 2019 - Ethical Leadership Program (ELP) 15/2019
	Year 2016 - Anti-Corruption: The Practical Guide (ACPG) 27/2016
	Year 2014 - Role of Chairman Program (RCP) 34/2014
	Year 2013 - Successful Formulation & Execution of Strategy (SFE) 18/2013
	Year 2012 - Director Certification Program (DCP) 162/2012
	Year 2012 - Financial Statements for Directors (FSD) 17/2012
	Year 2012 - Audit Committee Program (ACP) 41/2012
	Year 2012 - Monitoring Fraud Risk Management (MFM) 8/2012
	Year 2012 - Monitoring of the Quality of Financial Reporting (MFR) 16 / 2012

Thai Institute of Directors Association (IOD)	Year 2012 - Monitoring the Internal Audit Function (MIA) 13/2012
	Year 2012 - Monitoring the System of Internal Control and Risk (MIR) 13 / 2012
IOD Forum	Year 2018 - Digital Transformation: A Must for All Companies
	Year 2017 - The Role of Chairman in Leading Strategic Risk Oversight
	Year 2017 - Updated COSO Enterprise Risk Management: Integrating with Strategy and Performance
	Year 2016 - Corporate Governance vs Corporate Performance: Duty or Choice
Others	Year 2014 - Corporate Governance: Effectiveness and Accountability in the Boardroom Kellogg School of Management, Northwestern University
	Year 2013 - Certificate in Top Executives in the Energy Education Program (Class of 3 rd)
	Year 2006 - Diploma, the Joint State-Private Sector Course National Defense College (Class of 19 th)

The Brief of Working Experience during the past 5 years

Being Director of 2 Listed companies

During	Position	Company Name	Type of Business
2014 - Present	Chairman of the Audit Committee and Independent Director	Home Product Center Plc.	Retail
2015 - Present	Chairman and Independent Director	Quality Houses Plc.	Property Development
2012 - 2014	Independent Director and Audit Committee	PTT Plc.	Energy and Utilities

Being a Management of 1 non-listed company

During	Position	Company Name	Type of Business
2010 - Present	Director and Chairman of Executive Director of Building and Infrastructure Committee	The Thai Red Cross Society	Charitable Organization

Conflict of Interest

1. The director is not holding the position of director or executive management in other business or in the business that could cause any conflict of interest against the company.
2. Directors do not have special interests that are different from other directors in every agenda proposed in this general meeting of shareholders, except for the agenda for the election of directors, because he is the person who must be re-elected to be a director for another term and approval of payment of remuneration and bonuses to directors.
3. Not having the following interests in the Company, parent company, subsidiaries, affiliates or any legal entities that have conflicts, at present or in the past 2 years as follows:
 - 3.1 He does not participate in management and is not the employee, staff or consultant who receives regular salary in the Company.
 - 3.2 He does not provide any professional service i.e. Auditor, legal counsel
 - 3.3 He has no business relationship or benefit or interest with company that affect the duty performing independently in giving an opinion.

No. of Terms and No. of service year as Directors. 4 terms for 9 years 6 months 10 days of services

- 1st Term: From October 01, 2014 to April 09, 2015
2nd Term: From April 09, 2015 to April 09, 2018
3rd Term: From April 09, 2018 to April 08, 2021
4th Term: From April 08, 2021 to April 10, 2024

No. of Terms and No. of service year as Directorship at Homepro

1. Board of Director Meeting : 12 attendances out of total 12 meetings
2. Audit Committee Meeting : 12 attendances out of total 12 meetings
3. Non-Executive Director Meeting : 1 attendance out of total 1 meeting

Committee Information

Name – Surname Mrs. Suwanna Buddhaprasart
Age 69
Proposed Position Director
Directors authorized to sign on behalf
of the company as specified in the certificate
Date of Appointment July 2, 2003
Main Occupation Chief of Executive Officer
LH Mall and Hotel Co., Ltd. (Property development)



Direct shareholding : There is no holding of company securities
Spouse and minor child shareholding : None
Family relationship with Director and : None

Educational

Educational	Major	University
Master Degree	Business Administration	Chulalongkorn University
Bachelor Degree	Commerce and Accountancy	Chulalongkorn University

Training

Institution	Program
Thai Institute of Directors Association (IOD)	Year 2023 - Director Leadership Certification Program (DLCP 9/2023)
	Year 2011 - Financial Institutions Governance Program (FGP) 3/2011
	Year 2007 - Director Certification Program (DCP) 85/2007
	Year 2004 - Director Accreditation Program (DAP) 29/2004

A Brief of Working Experience during the past 5 years**At present being Director of 3 Listed companies**

During	Position	Company Name	Type of Business
2003 - Present	Director	Home Product Center Plc.	Retail
2018 - Present	Director	Mandarin Hotel Plc.	Hotel
2014 - Present	Corporate Governance Committee and Risk Management Committee	Quality Houses Plc.	Property development
2011 - 2017	Director	LH Financial Group Plc.	Holding Company

At present being Director of 17 non-listed companies.

During	Position	Company Name	Type of Business
2023 - Present	Consultant (1 Year Contract)	Land and Houses Asset Management Co., Ltd.	Asset Management Company
2021 - 2023	Chairman Executive		
2017 - 2023	Director		
2017 - Present	Director	L&H Property Co., Ltd.	Real estate development
2016 - Present	Director and Chief Executive Officer	LH Mall & Hotel Co., Ltd.	Mall and Hotel
2016 - Present	Director	L&H Retail Management Co., Ltd.	Shopping Mall
2016 - Present	Director	Gusto Village Co., Ltd.	Property Development
2016 - Present	Director	Casa Ville (Rayong 2553) Co., Ltd.	Property Development
2016 - Present	Director	Casa Ville (Prachuapkhirikhan 2554) Co., Ltd.	Property Development
2016 - Present	Director	Casa Ville (Phetchaburi 2553) Co., Ltd.	Property Development
2013 - Present	Director	Property Host Co., Ltd.	Property Development
2013 - Present	Director	Casa Ville (Chonburi 2554) Co., Ltd.	Property Development

At present being Director of 17 non-listed companies. (Continue)

During	Position	Company Name	Type of Business
2012 - Present	Director	Center Point Hospitality Co., Ltd.	Property Leasing
2012 - Present	Director	L&H Hotel Management Co., Ltd.	Hotel
2008 - Present	Director	L&H Management Co., Ltd.	Hotel
2003 - Present	Director	Casa Ville Co., Ltd.	Property Development
2003 - Present	Director	Q.H. Management Co., Ltd	Service
2000 - Present	Director	Q.H. International Co., Ltd.	Property Leasing
2000 - Present	Director	The Confidence Co., Ltd.	Property Development

Conflict of Interest

The director is not holding the position of director or executive management in other business or in the business that could cause any conflict of interest against the Company.

No. of Terms and No. of service year as Directors. 7 terms for 21 years 9 months 4 days of services:

1st Term: From July 2, 2003 to April 4, 2007

2nd Term: From April 4, 2007 to April 7, 2010

3rd Term: From April 7, 2010 to April 5, 2013

4th Term: From April 5, 2013 to April 7, 2016

5th Term: From April 7, 2016 to April 9, 2019

6th Term: From April 9, 2019 to April 8, 2022

7th Term: From April 8, 2022 to April 10, 2024

Summary of No. of Meeting attendance during the past year for consideration:

1. Board of Director's Meeting : 12 attendances out of total 12 meetings
2. Non-Executive Director's Meeting : 1 attendance out of total 1 meeting

Committee Information

Name – Surname Ms. Vareeporn Udomkunnatum
Age 50
Proposed Position Director
Date of Appointment May 1, 2023
Main Occupation Chairman Executive and Director
Elysian Development Co., Ltd.
(Real estate development)



Direct shareholding : 8,408,200 shares proportion 0.06%
Spouse and minor child shareholding : None
Family relationship with Director and : None

Educational

Educational	Major	University
Master Degree	MBA	Columbia University, USA
Bachelor Degree	Bachelor Degree in Business Administration, Major Finance & Marketing	Assumption University, Thailand

Training/

Institution	Program
Thai Institute of Directors Association (IOD)	Year 2014 - Directors Certification Program (DCP)
Other	Year 2017 - Financial Statements for Directors (FSD)
	Year 2016 - Family Business Governance (FBG)

A Brief of Working Experience during the past 5 years

Currently does not hold positions in any other listed companies.

Being Director of 1 Listed company.

During	Position	Company Name	Type of Business
2023 - Present	Director	Home Product Center Plc.	Retail

At present being Director of 5 non-listed companies.

During	Position	Company Name	Type of Business
2020 – Present	Chief Executive Officer	Mineral Beverage Co., Ltd.	Retail
2022 - Present	Director	Threaded Creatives Co., Ltd.	Engineering services
2016 - Present	Chief Executive Officer	Elysian Hotel Management Co., Ltd.	Hotel, Service
2012 - Present	Chief Executive Officer	Elysian Development Co., Ltd.	Real estate development
2001 - Present	Director	Active Nation Co., Ltd.	Retail

Conflict of Interest

The director is not holding the position of director or executive management in other business or in the business that could cause any conflict of interest against the Company.

No. of Terms and No. of service year as Directors. 1 term for 11 months 10 days of services:
1st Term: From May 1, 2023 to April 10, 2024 (Took the position of director in place of Mr. Manit Udomkunnatum)

Summary of No. of Meeting attendance during the past year for consideration:

1. Board of Director’s Meeting : 8 attendances out of total 12 meetings
(Since she was appointed on 1st May, 2023 and has attended at all meetings during her tenure)
2. Non-Executive Director’s Meeting : 1 attendance out of total 1 meeting

Before casting the vote and making a resolution, the Chairman of the Meeting opened the opportunity for all Shareholders to make an inquiry and there was shareholder questioning as follows:

Khun Veerachai Kiatwimol (Proxy of the shareholder) questioned:

I have a question that I would like to ask about the appropriateness of the Chairman of the Board of Directors who is currently the major shareholder of Land & House whether he is appropriate? This is because a lawsuit regarding the Khlong Chan Cooperative case. I do not know whether the Chairman has any opinions to explain or answer to shareholders or not. Also, I am not sure if it is against the SEC rules for holding the management position of a listed company or not. The Chairman, please explains.

Khun Naporn, The Chairman of the Meeting answered the question:

This matter has already been investigated by the company according to the rules of the SEC. And since the case has not yet been filed, the Chairman of the Board of Directors has not been deprived of the qualifications to be a director.

Khun Noppadol Sombudjiraporn (Shareholder) questioned:

Regarding the products which are sold in retail stores compared to those sold through online platform, why is it sometimes cheaper to buy online? Are they the same products and do they have the same after-sales service? How?

Khun Khunawut, Chairman of Executive Director answered the question:

The price of the products, whether through branch or online, will be the same. But sometimes there may be promotions for online platforms which are different from the retail stores, thereby causing the different prices. Moreover, in certain periods the company received promotions from financial institutions to organize promotions only through online platforms. But in general, the product price will be the same on all channels.

Resolved

The Meeting considered and adopted the resolution to re-appoint the four directors of the Company with the votes of one-half of the total votes of the Shareholders attending the Meeting and casting votes. For this Agenda, the Company arranged the voting method to appoint Director on an individual basis as follows:

5.1. Mr. Weerapun Ungsumalee Position Director and Managing Director

The Meeting adopted the resolution with the votes exceeding one-half of total votes of shareholders attending the meeting and casting votes, with following details:

Vote for	Number of Share	% of the all attending and casting votes
-Approve	9,350,562,444	99.6771
-Disapprove	30,288,081	0.3229
-Abstain	5,534,187	Do not count in tallying the vote
- Voided ballot	0	Do not count in tallying the vote

Remark:

After the consideration of Agenda 5.1 has been completed, there were additional attending shareholders with the number of the share of 400 shares. Therefore, the total number of share was 9,386,385,112 shares. And the Company still allowed them to have the right to vote. Therefore, the number of vote in agenda 5.2 was increased accordingly.

5.2. Mr. Boonsom Lerdhirunwong Position Director, Chairman of Audit Committee and Independent Director

The Meeting adopted the resolution with the votes exceeding one-half of total votes of shareholders attending the meeting and casting votes, with following details:

Vote for	Number of Share	% of the all attending and casting votes
-Approve	8,553,010,229	91.1215
-Disapprove	833,367,783	8.8785
-Abstain	7,100	Do not count in tallying the vote
- Voided ballot	0	Do not count in tallying the vote

Remark: After the consideration of Agenda 5.2 has been completed, there were additional attending shareholders with the number of the share of 20,533 shares. Therefore, the total number of share was 9,386,405,645 shares. And the Company still allowed them to have the right to vote. Therefore, the number of vote in agenda 5.3 was increased accordingly.

5.3. Mrs. Suwanna Buddhapasart Position Director

The Meeting adopted the resolution with the votes exceeding one-half of total votes of shareholders attending the meeting and casting votes, with following details:

Vote for	Number of Share	% of the all attending and casting votes
-Approve	9,037,697,254	96.3189
-Disapprove	345,396,391	3.6811
-Abstain	3,312,000	Do not count in tallying the vote
- Voided ballot	0	Do not count in tallying the vote

Remark : After the consideration of Agenda 5.3 has been completed, there were attending shareholders signed out of the electronic system (E-AGM) for a total of 20,533 shares. Therefore, the total number of share was 9,386,385,112 shares. Therefore, the number of vote in agenda 5.4 was decreased accordingly.

5.4. Ms. Vareeporn Udomkunnatum Position Director

The Meeting adopted the resolution with the votes exceeding one-half of total votes of shareholders attending the meeting and casting votes, with following details:

Vote for	Number of Share	% of the all attending and casting votes
-Approve	9,235,739,433	98.3951
-Disapprove	150,639,129	1.6049
-Abstain	6,550	Do not count in tallying the vote
- Voided ballot	0	Do not count in tallying the vote

Remark: After the consideration of Agenda 5.4 has been completed, there were additional attending shareholders with the number of the share of 20,533 shares. Therefore, the total number of share was 9,386,405,645 shares. And the Company still allowed them to have the right to vote. Therefore, the number of vote in agenda 6 was increased accordingly.

Agenda 6 **To consider the approval of the remuneration of directors for the year 2024.**

The Chairman of the Meeting declared to the Meeting that Section 90 of the Public Limited Company Act B.E. 2535 (1992) specifies that “the Company will not be allowed to pay money or any other assets to its directors unless for remuneration payment according to the Articles of Association of the Company.”

“Clause 15 of the Articles of Association of the Company specifies that “the directors are entitled to receive the remuneration from the Company in the form of rewards, attendance fee, bonus, or other benefits according to the Articles of Association or consideration of the Shareholders’ Meeting and such remuneration may be specified in the certain amount of money, or criteria for consideration from time to time, or in effective all time until such has been changed. In addition, the directors will be entitled to receive allowance and other welfares according to the company’s rules.

The contents in the first paragraph will not affect the right of staff or employee of the Company who is elected to be the director to receive the remuneration and benefits as the staff or employee of the Company.”

The Company has its procedure to propose the remuneration through the consideration of the Nomination and Remuneration Committee before proposing such to the Board of Directors of the Company for their consideration and approval in order to propose such to the shareholders’ Meeting. In this regard, the Nomination and Remuneration Committee has considered according to the specified criteria as follows:

1. Considering on suitability by comparing with the criteria, method, rate of payment and obligation assigned of the Company in the same business and industry, and considering on the Company’s liquidity.

2. Considering on the Company's operation result as of year-end and the payment will be made when the Company has its profit.

3. Considering payment when the Company has already paid remuneration to shareholders and employees.

The composition of the Director's remuneration is monthly remuneration in providing the consultation in any matter to the Company working group and attendance fee. Normally, the Company will arrange for the Board of Directors Meeting to be held at least once a month and also arrange for other sub-committee meetings i.e. the Audit Committees Meeting, the Executive Directors Meeting and the Nomination and Remuneration Committees Meeting.

The information showing the comparison of remuneration payment in the previous years is as follows:

The year paid for remuneration	Approved amount	Actual amount paid	Other Benefit	
			Discount on buying of goods	Medical checkup
2021	12,000,000 Baht	9,140,000 Baht	<u>maximum</u> 10%	1 time per year
2022	12,000,000 Baht	10,280,000 Baht	<u>maximum</u> 10%	1 time per year
2023	12,000,000 Baht	10,890,000 Baht	<u>maximum</u> 10%	1 time per year

Number of the Board of Directors' Meeting in the previous year is as follows:

Board of Directors	Actual Number of Meeting in 2023
-The Board of Directors Meeting	12
-The Executive Committee Meeting	12
-The Audit Committees Meeting	12
-The Nomination and Remuneration Committees Meeting	3
-The Non-Executive Directors Meeting	1

The details of remuneration of director of each group are as follows:

Composition of Remuneration	Amount
Remuneration of Directors	
1. Monthly remuneration	
- Chairman	Baht 80,000 per person / per month
- Vice Chairman	Baht 60,000 per person / per month
- Chairman of Executive Director	Baht 60,000 per person / per month
- Director	Baht 40,000 per person / per month
2. Remuneration per meeting attendance	
- Chairman	Baht 30,000 per person / per meeting attendance
- Vice Chairman	Baht 30,000 per person / per meeting attendance
- Chairman of Executive Director	Baht 30,000 per person / per meeting attendance
- Director	Baht 20,000 per person / per meeting attendance
The Director who is in the management position of the Company will not receive Remuneration per meeting attendance.	
Remuneration of Sub-Committees meeting allowance is payable for each meeting only the time of meeting attendance. (Sub-committees are composing of the Audit Committees, the Executive Director and the Nomination and Remuneration Committees).	
Composition of Remuneration	Amount
Remuneration per meeting attendance.	
- Chairman of each the sub-committee	Baht 30,000 per person / per meeting attendance
- Director of each sub-committee	Baht 20,000 per person / per meeting attendance

The Nomination and Remuneration Committees and the Board of Directors of the Company have considered to specify the remuneration of the Directors of the Company by considering on the Company's result in overall, the dividend payment

paid to shareholders, obligations and responsibilities of each of the Board of Directors group, the criterions of the same business and therefore proposed to the Shareholders' Meeting to approve for remuneration of the Directors and Sub-Committees of the year 2024 for the amount not exceeding Baht 12,000,000 (Twelve Million Baht) which is equivalent to the payment for the year 2023.

For other benefits that the company provide to the directors are as follows:

- 1.The welfares benefit for buying goods with discount which the given discount is as specified in the Articles of Association of the Company and approved by the Shareholders' Meeting, and such welfares benefit was given by the Company at the rate not higher than the rate the Company giving to general VIP customers, which is fixed at the highest rate not more than 10% which is equivalent to the previous year.
2. The Company provides welfare of medical checkup for 1 time per year which no Director exercises the right on annual medical checkup in the previous year.

Since, the Board of Directors has an intention to express their transparency and act in accordance with the Corporate Governance Policy, the Board of Directors who receives the remuneration will be abstained for voting in this Agenda.

Before casting the vote and making a resolution, the Chairman of the Meeting opened the opportunity for all Shareholders to make an inquiry and there was shareholder questioning as follows:

Khun Vasan Pongphutamon (Shareholder) questioned:

Why is the meeting held online while the group has convened an onsite meeting?

Khun Wannee, The Company Secretary answered the question:

Due to the substantial number of shareholders and the intention to facilitate shareholders who are not convenient to travel, such as being abroad or living in other provinces; therefore, this year we would like to convene the online meeting.

Resolved

The Meeting considered and adopted the resolution to approve the remuneration of the Directors and Sub-Committees of the year 2024 for the amount not exceeding Baht 12,000,000 (Twelve Million Baht) by specifying the Board of Director remunerations for each one according to the Chairman's proposal herein before. Apart from the director remunerations as mentioned above, the Meeting of Shareholders approved to give other benefits to the directors i.e.

- 1.The welfares benefit for buying goods with discount which the given discount is as specified in the Articles of Association of the Company and approved by the Shareholders' Meeting, and such welfares benefit was given by the Company at the rate not higher than the rate the Company giving to general VIP customers, which is fixed at the highest rate not more than 10% which is equivalent to the previous year.

2. The Company provides welfare of medical checkup for 1 time per year which no Director exercises the right on annual medical checkup in the previous year.

The Meeting adopted the resolution with the votes of exceeding two-thirds of total votes of shareholders attending the meeting. The details are as follows:

Resolution	Number of Share	Percentage of all shareholders attending the Meeting
-Approve	9,195,851,169	97.9699
-Disapprove	42,747,444	0.4554
-Abstain by Shareholders 151,206 shares	147,807,032	1.5747
- Abstain by Directors 147,655,826 shares		
- Voided ballot	0	0.00

Agenda 7 **To consider the approval of the payment of Directors' bonus for the Year 2023.**

The Chairman of the Meeting declared to the Meeting that Section 90 of the Public Limited Company Act B.E. 2535 (1992) specifies that “the Company will not be allowed to pay money or any other assets to its directors unless for remuneration payment according to the Articles of Association of the Company.”

“Clause 15 of the Articles of Association of the Company specifies that “the directors are entitled to receive the remuneration from the Company in the form of rewards, attendance fee, bonus, or other benefits according to the Articles of Association or consideration of the Shareholders' Meeting and such remuneration may be specified in the certain amount of money, or criteria for consideration from time to time, or in effective all time until such has been changed. In addition, the Directors will be entitled to receive allowance and other welfares according to the Company's rules.

The contents in the first paragraph will not be affected the right of staff or employee of the Company who is elected to be the Director to receive the remuneration and benefits as the staff or employee of the Company.”

The Nomination and Remuneration Committee has considered the bonus of the Directors by considering on the suitability having the criteria as follows:

1. Since the Board of Directors has been involved in specifying the policies, operating guideline, including giving advice on various aspects of the Company.
2. Despite the overall economic slowdown in 2023, the Company had total revenue of Baht 72,821.77 million or an increase of 4.95% and a net profit of Baht 6,441.56 million or an increase of 3.61% which the Board of Directors had monitored and given advice through 12 regular monthly meetings in 2023.

The information showing the comparison of Director's bonus payment of the previous years is as follows:

The year approved for the bonus payment to the Directors and Sub-committees	Approved amount	Actual amount paid
2020	31,500,000 Baht	31,500,000 Baht
2021	33,000,000 Baht	33,000,000 Baht
2022	35,000,000 Baht	35,000,000 Baht

The Board of Directors has considered and agreed with the proposal of the Nomination and Remuneration Committee, therefore, proposed such to the Shareholders' Meeting for consideration the approval for the payment of bonus for all Directors and Sub-Committees of the year 2023 in the amount of Baht 35,000,000 (Thirty Five Million Baht) which is equivalent to the year 2022.

Since, the Board of Directors has an intention to express their transparency and act in accordance with the Corporate Governance Policy, the Board of Directors who receives the Director's bonus will be abstained for voting in this Agenda.

Before casting the vote and making a resolution, the Chairman opened the opportunity for Shareholders to make an inquiry but there was no Shareholder giving any question.

Resolved

The Meeting considered and adopted the resolution to approve the payment of bonus for all Directors and Sub-Committees of the year 2023 in the amount of Baht 35,000,000 (Thirty Five Million Baht) with the votes of exceeding two-thirds of total votes of shareholders attending the meeting. The details are as follows:

Resolution	Number of Share	Percentage of all Shareholders attending the meeting
-Approve	9,098,780,332	96.9357
-Disapprove	139,969,487	1.4912
-Abstain by Shareholders 0 shares	147,655,826	1.5731
- Abstain by Directors 147,655,826 shares		
- Voided ballot	0	0.00

Remark : After the consideration of Agenda 7 has been completed, there were attending shareholders signed out of the electronic system (E-AGM) for a total of 5,100 shares. Therefore, the total number of share was 9,386,400,545 shares and the number of vote in agenda 8 was decreased accordingly.

Agenda 8 **To consider the approval the appointment of auditors and determination the auditing fee for the year 2024.**

The Chairman of the Meeting declared to the Meeting that the Clause 30 (5) of the Articles of Association of the Company specifies that the matter which the Annual General Meeting shall proceed are as follows: (5) appointing the auditors and specifying the audit fee.

The Audit Committee has considered many auditors by considering on the performance result, independence of the auditors, and then proposed to the Board of the Directors to appoint the auditors of EY office Limited to be the auditors of the Company of the year 2024 as per the following auditors' names:

1. Ms. Wilaiporn Chaowiwatkul CPA No.9309 and/or
2. Ms. Pimjai Manitkajohnkit CPA No.4521 and/or
3. Ms. Sumana Punpongsanon CPA No.5872 and/or
4. Ms. Orawan Techawatanasirikul CPA No.4807

This is because they have good standards in their performance, specialized in auditing, and always well performed in their obligations. In addition, when comparing with the quantity of work and the rate of audit fee of other listed companies in the same level, the Committee opined that such audit fee is appropriate and, therefore, approved the audit fee for the year 2024 in the amount of not exceeding Baht 4,175,000 (Four Million One hundred and Seventy-Five thousand Baht) In addition to the audit fee, the Company has also paid for other fee, i.e. fee for being witness for destruction of damaged goods at approximately Baht 150,000 and there may be additional audit fee from the increase of new branch or registration of new company or other expenses of the Company and its subsidiaries

in which the Company has approved such additional expenses not exceeding Baht 1,500,000. The details of the audit fee for the year 2024 are as follows:

Audit Fee	Year 2021	Year 2022	Year 2023	Year 2024
Annual audit fee for the financial statements of the Company	2,760,000	2,695,000	2,995,000	3,170,000
Quarterly reviewing fee for financial statements of the Company for the whole year	1,035,000	1,020,000	1,005,000	1,005,000
Total amount requested for approval	3,795,000	3,715,000	4,000,000	4,175,000

(The details of other service fees appear on annual report (Form 56-1 One Report) Part 1 Key Performance Result, Analysis topics Management Discussion and Analysis, Sub-topic on auditor's remuneration, the Enclosure 2, and the biography of auditors appeared in the Enclosure 6 in the Invitation Letter.)

In the event that the auditors mentioned above are unable to perform their duties, EY office Limited shall assign other approved auditors of the Company to audit the Company's account and express opinion on the Company's financial statement in place of them. The Company has appointed the auditors from EY office Limited to be the auditors of the Company. The auditor who is authorized to sign the Company's financial statement is unable to serve in such a position for more than consecutive period of 7 years. In 2024, the auditor who has signed the financial statement is Ms. Wilaiporn Chaowiwatkul, who will perform as the auditor for the first year. However, the auditors have no relationship and no conflict of interest with the Company/ subsidiary/ executive/ major shareholder, or any person related to such person which the auditors of the Company and the auditors of subsidiaries are in the same audit firm.

Therefore, the Shareholders' Meeting was proposed to consider and approve to appoint the auditors from EY office Limited to be the Company's auditor in year 2024, and approve the audit fee in the amount of not exceeding Baht 4,175,000 (Four Million One hundred and Seventy-Five thousand Baht) and other fees, i.e. fee for being witness for destruction of damaged goods at approximately Baht 150,000 and there may be additional audit fee from the increase of new branch or registration of new company or other expenses of the Company and its subsidiaries in which the Company has approved for such additional expenses not exceeding Baht 1,500,000.

Before casting the vote and making a resolution, the Chairman opened the opportunity for Shareholders to make an inquiry but there was no Shareholder giving any question.

Resolved

The Meeting considered and adopted the resolution to approve to appoint the auditors of EY office Limited to be the auditors of the Company and its subsidiaries of the year 2024 as per the following names:

1. Ms. Wilaiporn Chaowiwatkul CPA No.9309 and/or
2. Ms. Pimjai Manitkajohnkit CPA No.4521 and/or
3. Ms. Sumana Punpongsanon CPA No.5872 and/or
4. Ms. Orawan Techawatanasirikul CPA No.4807

and approve the audit fee in the amount of not exceeding Baht 4,175,000 (Four Million One hundred and Seventy-Five thousand Baht) and other fees, i.e. fee for being witness for destruction of damaged goods at approximately Baht 150,000 and there may be additional audit fee from the increase of new branch or registration of new company or other expenses of the Company and its subsidiaries in which the Company has approved for such additional expenses not exceeding Baht 1,500,000. In the event that the auditors mentioned above are unable to perform their duties, EY office Limited shall assign other approved auditors of the Company to audit the Company's account and express opinion on the Company's financial statement in place of them.

The Meeting adopted the resolution with the votes of more than one-half of the total votes of shareholders attending the meeting and casting votes. The details were as follows:

Resolution	Number of Shares	Percentage of Shareholders attending the Meeting and casting votes
-Approved	9,335,724,854	99.4601
-Disapproved	50,675,691	0.5399
-Abstained	0	Do not count in tallying the vote
-Voided ballot	0	Do not count in tallying the vote

Remark : After the consideration of Agenda 8 has been completed, there were additional attending shareholders with the number of the share of 2,860 shares. Therefore, the total number of share was 9,386,403,405 shares. And the Company still allowed them to have the right to vote. Therefore, the number of vote in agenda 9 was increased accordingly.

Agenda 9 **To consider for approval of the amendment to Memorandum of Association, Section 3 (Company's Objectives)**

The Chairman of the Meeting announced to the Meeting that, currently, the Company has expanded new business lines, both new business model and business supporting the main business of the Company. However, the original objective is not clear and such issue is not included. In order for the Company's objective to be clear and included and to support the change and expanding of new business model. The Company, therefore, proposed this matter to the Shareholders' Meeting for consideration on approval the amendment of Section 3 of Memorandum of Association (Company's Objectives) provided that the 2 new clauses will be added from 62 clauses to 64 clauses, the details of which are as follows:

(63) To carry on the business of importing and distributing battery products, including batteries used in automobiles, electric vehicles, motorcycles, and electrical appliances, as well as importing and distributing air conditioning products, chandeliers made of crystal lead glass and other types of crystal glass, crystal lead glass and other types of crystal glass, carpets and floor textiles made of wool or alternative materials, fragrance products, cosmetics, perfumes, fragrances, fragrance oils, marble, and granite, oil and oil products, beverages, motorcycles, electric motorcycles, and other products that are subject to excise tax in accordance with the law.

64) To carry on the business of importing and distributing all types of fire protection equipment or fire suppression equipment, including installation, inspection, and repair services for all types of fire prevention or suppression systems.

Before casting the vote and making a resolution, the Chairman of the Meeting opened the opportunity for all Shareholders to make an inquiry and there was shareholder questioning as follows:

Khun Nuntiwa Jaisala (Shareholder) questioned:

For the chandeliers, why the company is asking for more for now because it was sold before?

Khun Wannee, The Company Secretary answered the question:

In the past, chandeliers imported by the company for sale were not made of LED crystal. The LED crystal chandeliers which were sold were imported by the supplier. Therefore, if the company wants to import for sale, the application for import permit shall be submitted to the Excise Department, which it requires the clearly specified company's objective in order to apply for the permit to import for sale. Therefore, it is necessary to clearly amend the company's objectives.

Resolved The Meeting considered and adopted the resolution to amend Section 3 of the Memorandum of Association (Company's Objectives) by adding 2 new clause from 62 clauses to 64 clauses according to the details proposed to the Meeting.

The Meeting adopted the resolution with the votes exceeding three-fourth of total votes of shareholders attending the meeting and having the right to votes, with following details:

Resolution	Number of Share	% of the all attending and having the right to votes
-Approve	9,383,091,405	99.9647
-Disapprove	3,311,900	0.0353
-Abstain	100	0.00
- Voided ballot	0	0.00

All agenda items were discussed during the meeting, with no further matters to deliberate. Nonetheless, certain shareholders have raised the following inquiries;

Khun Chanatip Wittayakul, Thai Investors Association (Proxy of the Shareholder) questioned:

Thai Investors Association has a policy to offer the listed company in Thailand to convene a general/extraordinary meeting of shareholders by on-site meeting together with online meeting or it is called “Hybrid” in order to meet, communicate and ask questions among shareholders, management and the Board of Directors conveniently which is in accordance with the circular letter of the Securities and Exchange Commission (SEC) No. KorLorTor.NorRor.(Wor) 2/2567 regarding request for cooperation in convening a general meeting of shareholders dated 10th January 2024. Therefore, I proposed to you to consider the proposal for convening the Hybrid meeting according to the policy of the Thai Investors Association, as mentioned above.

Khun Wannee, The Company Secretary answered the question:

The company shall take it into consideration for next year's meeting. Since the company has more than 50,000 shareholders, the location is important and the intention to facilitate shareholders who are not convenient to travel, such as being abroad or living in other provinces

Khun Chayawat Karavawattana (Shareholder) questioned:

Question 1: Is there a possibility to open a physical store in Vietnam in either scheme of HomePro or MegaHome in the near future or not? How?

Khun Weerapun, Managing Director answered the question:

In 2024, there is no plan for the company to open a branch in Vietnam.

Question 2: From the current situation in which the competition in retail of construction materials is quite intense, while same store sales growth is negative, what is the company's management approach?

Khun Weerapun, Managing Director answered the question:

Normally, when there are competitors opening new store nearby. The company will have to prepare and adapt. The first step is to consider how that particular branch shall adjust. In the past, it took approximately 1 year to return to being competitive as usual. If you consider the operating result for Same Store Sales Growth in the first half of the year, the operating result is positive. But in the second half of the year, the operating result decreased mainly due to the overall economy and decrease in purchasing power.

Khun Yolrawee Kunawut (Shareholder) questioned:

Question 1. How many more branches will be opened this year for the branch expansion plan?

Khun Wannee, The Company Secretary answered the question:

The company plans to expand approximately 5-8 branches.

Question 2: I would like to know the growth plan from preparing to create a Marketplace through the HomePro application

Khun Wannee, The Company Secretary answered the question:

For Marketplace, it is still in the process.

Khun Virun Chimkul (Shareholder) questioned:

What is the company's plan for the next 4-5 years to support changes and business uncertainties? and what strategies are to achieve the above plan? And how does the company plan to measure success that creates value for the company and shareholders?

Khun Weerapun, Managing Director answered the question:

The company's business plan is announced on the company's website, which is available for shareholders' perusal.

Khun Noppadol Sombudjiraporn (Shareholder) questioned:

What is the company's revenue growth target for 2024?

Khun Wannee, The Company Secretary answered the question:

The company sets growth target every year.

Khun Wasan Pongputtamon (Shareholder) questioned:

Question 1: Are online sales growing? And what is the expected share?

Khun Wannee, The Company Secretary answered the question:

Online sales continue growing.

Question 2: Has the company still convened an analyst meeting?

Khun Wannee, The Company Secretary answered the question:

The company has convened the analyst meeting quarterly. If shareholders have any questions, they can contact us at ir@homepro.co.th. A staff will then contact you directly. And there is another way to attend the meeting for retail shareholders and general investors which is Opportunity Days convened 4 times a year on a quarterly basis.

There were no other matters for consideration and no shareholder having further inquiry, the Chairman then declared the Annual General Meeting of Shareholders for the year 2024 adjourned at 11.50 hrs.

Singed Mr. Naporn Sunthornchitcharoen Chairman of the Meeting
(Mr. Naporn Sunthornchitcharoen)

Singed Ms. Wannee Juntamongkol Company Secretary
(Ms. Wannee Juntamongkol)

Enclosure 3.1

อากรแสตมป์ 20 บาท
Duty Stamp 20 Baht

หนังสือมอบฉันทะแบบ ก.

Proxy (Form A)

เขียนที่/ Made at.....

วันที่/Date.....เดือน/Month.....พ.ศ./ Year.....

(1) ข้าพเจ้า/ I/We.....สัญชาติ/ Nationality.....อยู่บ้านเลขที่/Reside at.....ถนน/Street.....ตำบล/แขวง/Sub-District.....อำเภอ/เขต/District.....จังหวัด/Province.....ประเทศ/Country.....รหัสไปรษณีย์/ Postal Code.....

(2) เป็นผู้ถือหุ้นของบริษัท โฮม โปรดักส์ เซ็นเตอร์ จำกัด (มหาชน) โดยถือหุ้นจำนวนทั้งสิ้นรวม/am/are (a) shareholder(s) of Home Product Center Public Company Limited, holding a total number of.....หุ้น/ shares และออกเสียงลงคะแนนได้เท่ากับ/ and having the right to vote equal to.....เสียง ดังนี้/ votes as follows:

หุ้นสามัญ/ Ordinary share.....หุ้น/ share, และออกเสียงลงคะแนนได้เท่ากับ/ having the right to vote equal to.....เสียง/ votes

หุ้นบุริมสิทธิ/ Preferred share.....หุ้น/ share, และออกเสียงลงคะแนนได้เท่ากับ/ having the right to vote equal to.....เสียง/ votes

(3) ขอมอบฉันทะให้/ hereby appoint

(1) ชื่อ/Name.....อายุ/Age.....ปี/years อยู่บ้านเลขที่/Reside at.....ถนน/Street.....ตำบล/แขวง/Sub-District.....อำเภอ/เขต/District.....จังหวัด/Province.....รหัสไปรษณีย์/Postal Code.....E-Mail Address*.....โทรศัพท์มือถือ(สำหรับ OTP) /Mobile Phone*.....หรือ/or

(2) ชื่อ/Name.....อายุ/Age.....ปี/years อยู่บ้านเลขที่/Reside at.....ถนน/Street.....ตำบล/แขวง/Sub-District.....อำเภอ/เขต/District.....จังหวัด/Province.....รหัสไปรษณีย์/Postal Code.....E-Mail Address*.....โทรศัพท์มือถือ(สำหรับ OTP) /Mobile Phone*.....หรือ/or

(3) ชื่อ/Name.....อายุ/Age.....ปี/years อยู่บ้านเลขที่/Reside at.....ถนน/Street.....ตำบล/แขวง/Sub-District.....อำเภอ/เขต/District.....จังหวัด/Province.....รหัสไปรษณีย์/Postal Code.....E-Mail Address*.....โทรศัพท์มือถือ(สำหรับ OTP) /Mobile Phone*.....หรือ/or

คนหนึ่งคนใดเพียงคนเดียวเป็นผู้แทนของข้าพเจ้า เพื่อเข้าประชุมและออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมสามัญผู้ถือหุ้น ประจำปี 2568 ในวันพฤหัสบดีที่ 10 เมษายน 2568 เวลา 10.00 น. โดยเป็นการประชุมผ่านสื่ออิเล็กทรอนิกส์ (E-AGM) สถานที่ถ่ายทอด คือ ห้องประชุมอาคารคิวเฮาส์ ลุมพินี ชั้น 4 เลขที่ 1 ถนนสาทรใต้ แขวงทุ่งมหาเมฆ เขตสาทร กรุงเทพมหานคร หรือที่จะพึงเลื่อนไปในวัน เวลา และสถานที่อื่นด้วย /only one of them to be my/our Proxy to represent myself/ourselves for attending and voting on my/our behalf at the Annual General Meeting of Shareholders for the Year 2025 via electronic system on Thursday 10th April 2025 at 10.00 a.m.. The Meeting will be broadcasted from The Meeting room, 4th Floor, Q-House Lumpini Building No.1, South Sathorn Road, Tungmahamek Sub District, Sathorn District, Bangkok, or at any adjournment thereof.

กิจการใดที่ผู้รับมอบฉันทะกระทำไปในการประชุมนั้น ให้ถือเสมือนว่าข้าพเจ้าได้กระทำการเองทุกประการ/ Any act(s) taken by the Proxy at the meeting shall be deemed to be taken by myself/ ourselves in every respect.

ลงชื่อ/ Signed.....ผู้มอบฉันทะ/ Appointer
(.....)

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

หมายเหตุ/ Remarks

ผู้ถือหุ้นที่มอบฉันทะจะต้องมอบฉันทะให้ผู้รับมอบฉันทะเพียงรายเดียวเป็นผู้เข้าประชุมและออกเสียงลงคะแนน ไม่สามารถแบ่งแยกจำนวนหุ้นให้ผู้รับมอบฉันทะหลายคนเพื่อแยกการลงคะแนนเสียงได้

A shareholder appointing a Proxy must authorize only one Proxy to attend the meeting and cast the votes on his/her behalf. All votes of a shareholder may not be split for more than one Proxy.

หนังสือมอบฉันทะแบบ ข.

Proxy (Form B)

เลขทะเบียนผู้ถือหุ้น/ Shareholder Registration No.

เขียนที่/ Made at.....

วันที่/Date.....เดือน/Month.....พ.ศ./ Year.....

(1) ข้าพเจ้า/I/We.....สัญชาติ/Nationality.....อยู่บ้านเลขที่/
Reside at.....ถนน/Street.....ตำบล/แขวง/Sub-District.....อำเภอ/เขต/
District..... จังหวัด/Province.....ประเทศ/Country.....รหัสไปรษณีย์/ Postal
Code.....

(2) เป็นผู้ถือหุ้นของบริษัท โฮม โปรดักส์ เซ็นเตอร์ จำกัด (มหาชน) โดยถือหุ้นจำนวนทั้งสิ้นรวม/ Being (a) shareholder(s) of Home
Product Center Public Company Limited, holding a total number of.....หุ้น/ shares และออกเสียงลงคะแนนได้เท่ากับ/ and
having the right to vote equal to.....เสียง ดังนี้/ votes as follows:

หุ้นสามัญ/ Ordinary share.....หุ้น/ share, และออกเสียงลงคะแนนได้เท่ากับ/ having the
right to vote equal to.....เสียง/ votes

หุ้นบุริมสิทธิ/ Preferred share.....หุ้น/ share, และออกเสียงลงคะแนนได้เท่ากับ/ having the
right to vote equal to..... เสียง/ votes

(3) ขอมอบฉันทะให้/ hereby appoint

(1) ชื่อ/Name.....อายุ/Age.....ปี/years อยู่บ้านเลขที่/Reside at.....
ถนน/Streetตำบล/แขวง/Sub-District.....อำเภอ/เขต/District.....
จังหวัด/Province.....รหัสไปรษณีย์/Postal Code..... E-Mail Address*.....
โทรศัพท์มือถือ (สำหรับ OTP) /Mobile Phone*.....หรือ/or

(2) ชื่อ/Name.....อายุ/Age.....ปี/years อยู่บ้านเลขที่/Reside at.....
ถนน/Streetตำบล/แขวง/Sub-District.....อำเภอ/เขต/District.....
จังหวัด/Province.....รหัสไปรษณีย์/Postal Code..... E-Mail Address*.....
โทรศัพท์มือถือ (สำหรับ OTP) /Mobile Phone*.....หรือ/or

(3) ชื่อ/Name.....อายุ/Age.....ปี/years อยู่บ้านเลขที่/Reside at.....
ถนน/Streetตำบล/แขวง/Sub-District.....อำเภอ/เขต/District.....
จังหวัด/Province.....รหัสไปรษณีย์/Postal Code..... E-Mail Address*.....
โทรศัพท์มือถือ (สำหรับ OTP) /Mobile Phone*.....

คนหนึ่งคนใดเพียงคนเดียวเป็นผู้แทนของข้าพเจ้า เพื่อเข้าประชุมและออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมสามัญผู้ถือหุ้น
ประจำปี 2568 ในวันพฤหัสบดีที่ 10 เมษายน 2568 เวลา 10.00 น. โดยเป็นการประชุมผ่านสื่ออิเล็กทรอนิกส์ (E-AGM) สถานที่ถ่ายทอด คือ ห้อง
ประชุมอาคารคิวเฮาส์ ลุมพินี ชั้น 4 เลขที่ 1 ถนนสาทรใต้ แขวงทุ่งมหาเมฆ เขตสาทร กรุงเทพมหานคร หรือที่จะฟังเลื่อนไปในวัน เวลา และ
สถานที่อื่นด้วย /only one of them to be my/our Proxy to represent myself/ ourselves for attending and voting on my/ our behalf at the
Annual General Meeting of Shareholders for the Year 2025 via electronic system on Thursday 10th April 2025 at 10.00 a.m.. The
Meeting will be broadcasted from The Meeting room, 4th Floor, Q-House Lumpini Building No.1, South Sathorn Road,
Tungmahamek Sub District, Sathorn District, Bangkok, or at any adjournment thereof.

(4) ข้าพเจ้าขอมอบฉันทะให้ผู้รับมอบฉันทะออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมครั้งนี้ดังนี้ / In the meeting, I/ we authorize the Proxy to vote on behalf of myself/ ourselves as follows:

- วาระที่ 1 เรื่องพิจารณารับรองรายงานการประชุมสามัญผู้ถือหุ้นประจำปี 2567
- Agenda 1** To consider the approval of the Minutes of The Annual General Meeting of the Shareholders for the year 2024.
- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร/ The Proxy has the right to consider and vote on behalf of myself/ ourselves in all agendas as appropriate.
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้ / The Proxy shall vote in accordance with my/ our objectives as follows:
- เห็นด้วย/ Approve ไม่เห็นด้วย/ Disapprove งดออกเสียง/ Abstain
- วาระที่ 2 เรื่องพิจารณารับทราบรายงานผลการดำเนินงานของบริษัทฯ ในรอบปี 2567
- Agenda 2** To consider for acknowledgement of the Company's Operation Result of the year 2024.
- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร/ The Proxy has the right to consider and vote on behalf of myself/ ourselves in all agendas as appropriate.
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้ / The Proxy shall vote in accordance with my/ our objectives as follows:
- เห็นด้วย/ Approve ไม่เห็นด้วย/ Disapprove งดออกเสียง/ Abstain
- วาระที่ 3 เรื่องพิจารณานุมัติงบแสดงฐานะการเงิน งบกำไรขาดทุนเบ็ดเสร็จ และรายงานของผู้สอบบัญชี สำหรับรอบปีบัญชี สิ้นสุด ณ วันที่ 31 ธันวาคม 2567
- Agenda 3** To consider the approval of the Statements of Financial Position and Statements of Comprehensive Income, including the Auditor's Report for the year ended 31st December 2024.
- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร/ The Proxy has the right to consider and vote on behalf of myself/ ourselves in all agendas as appropriate.
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้ / The Proxy shall vote in accordance with my/ our objectives as follows:
- เห็นด้วย/ Approve ไม่เห็นด้วย/ Disapprove งดออกเสียง/ Abstain
- วาระที่ 4 เรื่องพิจารณานุมัติการจ่ายปันผลประจำปี 2567
- Agenda 4** To consider the approval of the dividend payment for the year 2024.
- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร/ The Proxy has the right to consider and vote on behalf of myself/ ourselves in all agendas as appropriate.
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้ / The Proxy shall vote in accordance with my/ our objectives as follows:
- เห็นด้วย/ Approve ไม่เห็นด้วย/ Disapprove งดออกเสียง/ Abstain
- วาระที่ 5 เรื่องพิจารณานุมัติการแต่งตั้งกรรมการบริษัทแทนกรรมการที่ต้องออกตามวาระ
- Agenda 5** To consider the approval of the appointment of the Company's directors in place of the directors who retired by rotation.

- (ก) ให้ผู้รับมอบอำนาจมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร/ The Proxy has the right to consider and vote on behalf of myself/ ourselves in all agendas as appropriate.
- (ข) ให้ผู้รับมอบอำนาจออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้ / The Proxy shall vote in accordance with my/ our objectives as follows:
- การแต่งตั้งกรรมการทั้งหมด / Appointment all proposed directors.
- เห็นด้วย/ Approve ไม่เห็นด้วย/ Disapprove งดออกเสียง/ Abstain
- การแต่งตั้งกรรมการเป็นรายบุคคล / Appointment individual director.
- 1.นายอนันต์ อัสวโภคิน (Mr. Anant Asavabhokhin)
ตำแหน่ง/Position ประธานกรรมการ / Chairman of Director
- เห็นด้วย/ Approve ไม่เห็นด้วย/ Disapprove งดออกเสียง/ Abstain
- 2.นายพรวุฒิ สารสิน (Mr. Pornwut Sarasin)
ตำแหน่ง/Position กรรมการ กรรมการอิสระ และกรรมการสรรหาและกำหนดค่าตอบแทน / Director, Independent Director and Nomination and Remuneration Committee
- เห็นด้วย/ Approve ไม่เห็นด้วย/ Disapprove งดออกเสียง/ Abstain
- 3.นายระพีพร ศรีมงคล (Mr. Rathian Srimongkol)
ตำแหน่ง/Position กรรมการ กรรมการตรวจสอบและกรรมการอิสระ/ Director, Audit Committee and Independent Director
- เห็นด้วย/ Approve ไม่เห็นด้วย/ Disapprove งดออกเสียง/ Abstain
- 4.ผศ.ดร.เกษรา ธัญลักษณ์ภาคย์ (Asst. Prof. Dr. Kessara Thanyalakpark)
ตำแหน่ง/Position กรรมการ กรรมการตรวจสอบและกรรมการอิสระ/ Director, Audit Committee and Independent Director
- เห็นด้วย/ Approve ไม่เห็นด้วย/ Disapprove งดออกเสียง/ Abstain
- วาระที่ 6 เรื่องพิจารณาอนุมัติค่าตอบแทนกรรมการประจำปี 2568
- Agenda 6 To consider the approval of the remuneration of directors for the year 2025.**
- (ก) ให้ผู้รับมอบอำนาจมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร/ The Proxy has the right to consider and vote on behalf of myself/ ourselves in all agendas as appropriate.
- (ข) ให้ผู้รับมอบอำนาจออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้ / The Proxy shall vote in accordance with my/ our objectives as follows:
- เห็นด้วย/ Approve ไม่เห็นด้วย/ Disapprove งดออกเสียง/ Abstain
- วาระที่ 7 เรื่องพิจารณาอนุมัติจ่ายเงินบำเหน็จกรรมการประจำปี 2567
- Agenda 7 To consider the approval of the payment of Directors' bonus for the year 2024.**
- (ก) ให้ผู้รับมอบอำนาจมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร/ The Proxy has the right to consider and vote on behalf of myself/ ourselves in all agendas as appropriate.
- (ข) ให้ผู้รับมอบอำนาจออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้ / The Proxy shall vote in accordance with my/ our objectives as follows:
- เห็นด้วย/ Approve ไม่เห็นด้วย/ Disapprove งดออกเสียง/ Abstain

□ วาระที่ 8 เรื่องพิจารณาอนุมัติแต่งตั้งผู้สอบบัญชี และกำหนดค่าสอบบัญชีประจำปี 2568

Agenda 8 To consider the approval of the appointment of auditors and determination the auditing fee for the year 2025.

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร/ The Proxy has the right to consider and vote on behalf of myself/ ourselves in all agendas as appropriate.
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้ / The Proxy shall vote in accordance with my/ our objectives as follows:
- เห็นด้วย/ Approve □ ไม่เห็นด้วย/ Disapprove □ งดออกเสียง/ Abstain

(5) การลงคะแนนเสียงของผู้รับมอบฉันทะในวาระใดที่ไม่เป็นไปตามที่ระบุไว้ในหนังสือมอบฉันทะนี้ ให้ถือว่าการลงคะแนนเสียงนั้นไม่ถูกต้องและไม่ใช่เป็นการลงคะแนนเสียงของข้าพเจ้าในฐานะผู้ถือหุ้น / Vote of the Proxy holder for any agenda which is not in accordance with this Proxy shall be deemed that such vote is not correct and is not my/our casting of vote as a shareholder.

(6) ในกรณีที่ข้าพเจ้าไม่ได้ระบุความประสงค์ในการออกเสียงลงคะแนนในวาระใดไว้ หรือระบุไว้ไม่ชัดเจนหรือในกรณีที่ประชุมมีการพิจารณาหรือลงมติในเรื่องใดนอกเหนือจากเรื่องที่ระบุไว้ข้างต้น รวมถึงกรณีที่มีการแก้ไขเปลี่ยนแปลงหรือเพิ่มเติมข้อเท็จจริงประการใด ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร / In the case that I/we have not indicated my/our intention of vote in any agenda or have indicated it but not clear, or in the case the meeting will consider or adopt any resolution in addition to the matter indicated above, including any correction, change or addition of facts, the Proxy holder shall have the right to consider and vote for me/us in every respect as he/she deems appropriate.

กิจการใดที่ผู้รับมอบฉันทะได้กระทำไปในการประชุม เว้นแต่กรณีที่ผู้รับมอบฉันทะไม่ออกเสียงตามที่ข้าพเจ้าระบุในหนังสือมอบฉันทะ ให้ถือเสมือนว่าข้าพเจ้าได้กระทำเองทุกประการ / Any act(s) taken by the Proxy holder at the meeting, except in the case the Proxy holder does not cast vote per my/our indication in the Proxy, shall be deemed to be taken by myself/ourselves in every respect.

ลงชื่อ/ Signed.....ผู้มอบฉันทะ/ Appointer ลงชื่อ/ Signed.....ผู้รับมอบฉันทะ/ Proxy
(.....)
วันที่/ Date...../...../..... วันที่/ Date...../...../.....

หมายเหตุ/ Remarks

- 1.ผู้ถือหุ้นที่มอบฉันทะจะต้องมอบฉันทะให้ผู้รับมอบฉันทะเพียงรายเดียวเป็นผู้เข้าประชุมและออกเสียงลงคะแนน ไม่สามารถแบ่งแยกจำนวนหุ้นให้ผู้รับมอบฉันทะหลายคนเพื่อแยกการลงคะแนนเสียงได้ / A shareholder appointing a Proxy must authorize only one Proxy to attend the meeting and cast the votes on his/her behalf. All shares shall not be split into more than one Proxy to separately vote.
- 2.วาระเลือกตั้งกรรมการสามารถเลือกตั้งกรรมการทั้งชุดหรือเลือกตั้งกรรมการเป็นรายบุคคล / As per the agenda to appoint director, the appointment can be made for all directors or for individual director.
- 3.ในกรณีที่ มีวาระที่จะพิจารณาในการประชุมมากกว่าวาระที่ระบุไว้ข้างต้น ผู้มอบฉันทะสามารถระบุเพิ่มเติมได้ในใบประจำต่อแบบหนังสือมอบฉันทะแบบ ข. ตามแนบ / In case there is (are) more agenda(s) to consider than the above mentioned, the appointer can specify the additional agenda in the attached sheet to the Proxy form B.

ใบประจำต่อแบบหนังสือมอบฉันทะแบบ ข.

Attached Sheet to the Proxy Form B

การมอบฉันทะในฐานะเป็นผู้ถือหุ้นของบริษัท โฮม โปรดักส์ เซ็นเตอร์ จำกัด (มหาชน) / As a Proxy to act on behalf of the shareholder of Home Product Center Public Company Limited

ในการประชุมสามัญผู้ถือหุ้นประจำปี 2568 ในวันพฤหัสบดีที่ 10 เมษายน 2568 เวลา 10.00 น. โดยเป็นการประชุมผ่านสื่ออิเล็กทรอนิกส์ (E-AGM) สถานที่ถ่ายทอด คือ ห้องประชุมอาคารคิวเฮาส์ ลุมพินี ชั้น 4 เลขที่ 1 ถนนสาทรใต้ แขวงทุ่งมหาเมฆ เขตสาทร กรุงเทพมหานคร หรือที่จะพึงเลื่อนไปในวัน เวลา และสถานที่อื่นด้วย / In the Annual General Meeting of Shareholders for the Year 2025 via electronic system on Thursday 10th April 2025 at 10.00 a.m.. The Meeting will be broadcasted from The Meeting room, 4th Floor, Q-House Lumpini Building No.1, South Sathorn Road, Tungmahamek Sub District, Sathorn District, Bangkok, or at any adjournment thereof.

วาระที่/ Agenda.....เรื่อง/ Subject.....

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร/ The Proxy has the right to consider and vote on behalf of myself/ ourselves in all agendas as appropriate.

(ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้ / The Proxy shall vote in accordance with my/ our objectives as follows:

เห็นด้วย/ Approve ไม่เห็นด้วย/ Disapprove งดออกเสียง/ Abstain

วาระที่/ Agenda.....เรื่อง/ Subject.....

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร/ The Proxy has the right to consider and vote on behalf of myself/ ourselves in all agendas as appropriate.

(ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้ / The Proxy shall vote in accordance with my/ our objectives as follows:

เห็นด้วย/ Approve ไม่เห็นด้วย/ Disapprove งดออกเสียง/ Abstain

วาระที่/ Agenda.....เรื่อง/Subject เลือกตั้งกรรมการ (ต่อ) / appointment of director (continued)

ชื่อกรรมการ / Name of Director

เห็นด้วย/ Approve ไม่เห็นด้วย/ Disapprove งดออกเสียง/ Abstain

ชื่อกรรมการ / Name of Director

เห็นด้วย/ Approve ไม่เห็นด้วย/ Disapprove งดออกเสียง/ Abstain

ชื่อกรรมการ / Name of Director

เห็นด้วย/ Approve ไม่เห็นด้วย/ Disapprove งดออกเสียง/ Abstain

ชื่อกรรมการ / Name of Director

เห็นด้วย/ Approve ไม่เห็นด้วย/ Disapprove งดออกเสียง/ Abstain

ข้าพเจ้าขอรับรองว่า รายการในใบประจำต่อแบบหนังสือมอบฉันทะ ถูกต้องบริบูรณ์และเป็นความจริงทุกประการ/ I/ we hereby certify that all statements as appeared in this attached sheet to the Proxy form are true and correct.

ลงชื่อ/ Signed.....ผู้มอบฉันทะ/ Appointer ลงชื่อ/ Signed.....ผู้รับมอบฉันทะ/ Proxy

(.....)

(.....)

วันที่/ Date...../...../.....

วันที่/ Date...../...../.....

อากรแสตมป์ 20 บาท

Duty Stamp 20 Baht

หนังสือมอบฉันทะแบบ ค.

(เฉพาะกรณีผู้ถือหุ้นเป็นผู้ลงทุนต่างประเทศและแต่งตั้งให้ Custodian ในประเทศไทยเป็นผู้รับฝากและดูแลหุ้น)

Proxy (Form C)

(For Foreign shareholders who authorize the custodian in Thailand as proxy)

เลขทะเบียนผู้ถือหุ้น / Shareholder Registration No.....

เขียนที่/ Made at.....

วันที่/Date.....เดือน/Month.....พ.ศ./Year.....

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

ในฐานะผู้ประกอบธุรกิจเป็นผู้รับฝากและดูแลหุ้น (As the Custodian of (Please specify the fund name / shareholder name) ให้กับ..... ซึ่งเป็นถือหุ้นของบริษัท โฮม โปรดักส์ เซ็นเตอร์ จำกัด (มหาชน) โดยถือหุ้นจำนวนทั้งสิ้นรวม/ am/ are (a) shareholder(s) of Home Product Center Public Company Limited, holding a total number of หุ้น/ shares และออกเสียงลงคะแนนได้เท่ากับ/ and having the right to vote equal toเสียง ดังนี้/ votes as follows:

หุ้นสามัญ/ Ordinary share.....หุ้น/ share, ออกเสียงลงคะแนนได้เท่ากับ/ having the right to vote equal to.....เสียง/ votes

หุ้นบุริมสิทธิ/ Preferred share.....หุ้น/ share, ออกเสียงลงคะแนนได้เท่ากับ/ having the right to vote equal to.....เสียง/ votes

(2) ขอมอบฉันทะให้/ hereby appoint

(1) ชื่อ/Name.....อายุ/Age.....ปี/years อยู่บ้านเลขที่/Reside at.....ถนน/Street..... ตำบล/แขวง/Sub-District..... อำเภอ/เขต/District..... จังหวัด/Province..... รหัสไปรษณีย์/Postal Code.....E-Mail Address*..... โทรศัพท์มือถือ(สำหรับ OTP) /Mobile Phone*.....หรือ/or

(2) ชื่อ/Name.....อายุ/Age.....ปี/years อยู่บ้านเลขที่/Reside at.....ถนน/Street..... ตำบล/แขวง/Sub-District..... อำเภอ/เขต/District..... จังหวัด/Province..... รหัสไปรษณีย์/Postal Code.....E-Mail Address*..... โทรศัพท์มือถือ(สำหรับ OTP) /Mobile Phone*.....หรือ/or

(3) ชื่อ/Name.....อายุ/Age.....ปี/years อยู่บ้านเลขที่/Reside at.....ถนน/Street..... ตำบล/แขวง/Sub-District..... อำเภอ/เขต/District..... จังหวัด/Province..... รหัสไปรษณีย์/Postal Code.....E-Mail Address*..... โทรศัพท์มือถือ(สำหรับ OTP) /Mobile Phone*.....

คนหนึ่งคนใดเพียงคนเดียวเป็นผู้แทนของข้าพเจ้า เพื่อเข้าประชุมและออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมสามัญผู้ถือหุ้น ประจำปี 2568 ในวันพฤหัสบดีที่ 10 เมษายน 2568 เวลา 10.00 น. โดยเป็นการประชุมผ่านสื่ออิเล็กทรอนิกส์ (E-AGM) สถานที่ถ่ายทอดคือ ห้องประชุมอาคารคิวเฮาส์ ลุมพินี ชั้น 4 เลขที่ 1 ถนนสาทรใต้ แขวงทุ่งมหาเมฆ เขตสาทร กรุงเทพมหานคร หรือที่จะพึงเลื่อนไปในวัน เวลา และสถานที่อื่นด้วย /only one of them to be my/our Proxy to represent myself/ ourselves for attending and voting on my/ our behalf at the Annual General Meeting of Shareholders for the Year 2025 via electronic system on Thursday 10th April 2025 at 10.00 a.m.. The Meeting will be broadcasted from The Meeting room, 4th Floor, Q-House Lumpini Building No.1, South Sathorn Road, Tungmahamek Sub District, Sathorn District, Bangkok, or at any adjournment thereof.

(3) ข้าพเจ้าขอมอบฉันทะให้ผู้รับมอบฉันทะเข้าร่วมประชุมและออกเสียงลงคะแนนในครั้งนี้ ดังนี้ /In the meeting, I/we authorize the Proxy to vote on behalf of myself/ ourselves as follows:

มอบฉันทะตามจำนวนหุ้นทั้งหมดที่ถือและมีสิทธิออกเสียงลงคะแนนได้ / Equal to the total number of my/ our shares and having the right to vote

มอบฉันทะบางส่วน คือ/ assign partial number of my/our shares and having the right to vote as follows;

หุ้นสามัญ / Ordinary share.....หุ้น / shares และมีสิทธิออกเสียงลงคะแนนได้ / having the right to vote equal to.....เสียง / share

หุ้นบุริมสิทธิ/ Preferred share.....หุ้น / shares และมีสิทธิออกเสียงลงคะแนนได้ / having the right to vote equal to.....เสียง / share

รวมสิทธิออกเสียงลงคะแนนได้ทั้งหมด / Total votes are.....เสียง / votes

(4) ข้าพเจ้าขอมอบฉันทะให้ผู้รับมอบฉันทะออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมครั้งนี้ ดังนี้/ In the meeting, I/ we authorize the Proxy to vote on behalf of myself/ ourselves as follows:

วาระที่ 1 เรื่องพิจารณารับรองรายงานการประชุมสามัญผู้ถือหุ้นประจำปี 2567

Agenda1 **To consider the approval of the Minutes of The Annual General Meeting of the Shareholders for the year 2024.**

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร / The Proxy has the right to consider and vote on behalf of myself/ ourselves in all agendas as appropriate.

(ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้/ The Proxy shall vote in accordance with my/ our objectives as follows:

เห็นด้วย/ Approve.....เสียง

ไม่เห็นด้วย Disapprove.....เสียง

งดออกเสียง/ Abstain.....เสียง

วาระที่ 2 เรื่องพิจารณารับรองรายงานผลการดำเนินงานของบริษัทฯ ในรอบปี 2567

Agenda 2 **To consider for acknowledgement of the Company's Operation Result of the year 2024.**

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร / The Proxy has the right to consider and vote on behalf of myself/ ourselves in all agendas as appropriate.

(ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้/ The Proxy shall vote in accordance with my/ our objectives as follows:

เห็นด้วย/ Approve.....เสียง

ไม่เห็นด้วย Disapprove.....เสียง

งดออกเสียง/ Abstain.....เสียง

วาระที่ 3 เรื่องพิจารณาอนุมัติงบแสดงฐานะการเงิน งบกำไรขาดทุนเบ็ดเสร็จ และรายงานของผู้สอบบัญชี สำหรับรอบปีบัญชีสิ้นสุด ณ วันที่ 31 ธันวาคม 2567

Agenda 3 **To consider the approval of the Statements of Financial Position and Statements of Comprehensive Income, including the Auditor's Report for the year ended 31st December 2024.**

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร / The Proxy has the right to consider and vote on behalf of myself/ ourselves in all agendas as appropriate.

(ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้/ The Proxy shall vote in accordance with my/ our objectives as follows:

เห็นด้วย/ Approve.....เสียง

- ไม่เห็นด้วย/ Disapprove.....เสียง
- งดออกเสียง/ Abstain.....เสียง
- วาระที่ 4 เรื่องพิจารณาอนุมัติการจ่ายปันผลประจำปี 2567
- Agenda 4 To consider the approval of the dividend payment for the year 2024.**
- (ก) ให้ผู้รับมอบอำนาจมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร / The Proxy has the right to consider and vote on behalf of myself/ ourselves in all agendas as appropriate.
- (ข) ให้ผู้รับมอบอำนาจออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้/ The Proxy shall vote in accordance with my/ our objectives as follows:
- เห็นด้วย/ Approve.....เสียง
- ไม่เห็นด้วย/ Disapprove.....เสียง
- งดออกเสียง/ Abstain.....เสียง
- วาระที่ 5 เรื่องพิจารณาอนุมัติการแต่งตั้งกรรมการบริษัทแทนกรรมการที่ได้ออกตามวาระ
- Agenda 5 To consider the approval of the appointment of the Company's directors in place of the directors who retired by rotation.**
- (ก) ให้ผู้รับมอบอำนาจมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร / The Proxy has the right to consider and vote on behalf of myself/ ourselves in all agendas as appropriate.
- (ข) ให้ผู้รับมอบอำนาจออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้/ The Proxy shall vote in accordance with my/ our objectives as follows:
- การแต่งตั้งกรรมการทั้งหมด / Appointment all proposed directors
- เห็นด้วย/ Approve.....เสียง
- ไม่เห็นด้วย/ Disapprove.....เสียง
- งดออกเสียง/ Abstain.....เสียง
- การแต่งตั้งกรรมการเป็นรายบุคคล / Appointment individual director
- โดยมีรายชื่อกรรมการดังต่อไปนี้ / As the following director's names:
- 1.นายอนันต์ อัสวโกทิน (Mr. Anant Asavabhokhin)
- ตำแหน่ง/Position ประธานกรรมการ / Chairman of Director
- เห็นด้วย/ Approve.....เสียง
- ไม่เห็นด้วย/ Disapprove.....เสียง
- งดออกเสียง/ Abstain.....เสียง
- 2.นายพรวุฒิ สารสิน (Mr. Pornwut Sarasin)
- ตำแหน่ง/Position กรรมการ กรรมการอิสระ และกรรมการสรรหาและกำหนดค่าตอบแทน / Director, Independent Director and Nomination and Remuneration Committee
- เห็นด้วย/ Approve.....เสียง
- ไม่เห็นด้วย/ Disapprove.....เสียง
- งดออกเสียง/ Abstain.....เสียง
- 3.นายระเชียร ศรีมงคล (Mr. Rathian Srimongkol)
- ตำแหน่ง/Position กรรมการ กรรมการตรวจสอบและกรรมการอิสระ/ Director, Audit Committee and Independent Director

- เห็นด้วย/ Approve.....เสียง
- ไม่เห็นด้วย/ Disapprove.....เสียง
- งดออกเสียง/ Abstain.....เสียง

4.ผศ.ดร.เกษรา ธัญลักษณ์ภาคย์ (Asst. Prof. Dr. Kessara Thanyalakpark)

ตำแหน่ง/Position กรรมการ กรรมการตรวจสอบและกรรมการอิสระ/ Director, Audit Committee and Independent Director

- เห็นด้วย/ Approve.....เสียง
- ไม่เห็นด้วย/ Disapprove.....เสียง
- งดออกเสียง/ Abstain.....เสียง

- วาระที่ 6 เรื่องพิจารณาอนุมัติค่าตอบแทนกรรมการประจำปี 2568

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

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร / The Proxy has the right to consider and vote on behalf of myself/ ourselves in all agendas as appropriate.
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้/ The Proxy shall vote in accordance with my/ our objectives as follows:
 - เห็นด้วย/ Approve.....เสียง
 - ไม่เห็นด้วย/ Disapprove.....เสียง
 - งดออกเสียง/ Abstain.....เสียง

- วาระที่ 7 เรื่องพิจารณาอนุมัติจ่ายเงินบำเหน็จกรรมการประจำปี 2567

Agenda 7 To consider the approval of the payment of Directors' bonus for the year 2024.

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร / The Proxy has the right to consider and vote on behalf of myself/ ourselves in all agendas as appropriate.
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้/ The Proxy shall vote in accordance with my/ our objectives as follows:
 - เห็นด้วย/ Approve.....เสียง
 - ไม่เห็นด้วย/ Disapprove.....เสียง
 - งดออกเสียง/ Abstain.....เสียง

- วาระที่ 8 เรื่องพิจารณาอนุมัติแต่งตั้งผู้สอบบัญชี และกำหนดค่าสอบบัญชีประจำปี 2568

Agenda 8 To consider the approval of the appointment of auditors and determination the auditing fee for the year 2025.

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร / The Proxy has the right to consider and vote on behalf of myself/ ourselves in all agendas as appropriate.
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้/ The Proxy shall vote in accordance with my/ our objectives as follows:
 - เห็นด้วย/ Approve.....เสียง
 - ไม่เห็นด้วย/ Disapprove.....เสียง
 - งดออกเสียง/ Abstain.....เสียง

(5) การลงคะแนนเสียงของผู้รับมอบฉันทะในวาระใดที่ไม่เป็นไปตามที่ระบุไว้ในหนังสือมอบฉันทะนี้ ให้ถือว่าการลงคะแนนเสียงนั้นไม่ถูกต้องและไม่ถือเป็นการลงคะแนนเสียงของผู้ถือหุ้น / Vote of the Proxy holder for any agenda which is not in accordance with this Proxy shall be deemed that such vote is not correct and is not my/our casting of vote as a shareholder.

(6) ในกรณีที่ข้าพเจ้าไม่ได้ระบุความประสงค์ในการออกเสียงลงคะแนนในวาระใดไว้ หรือระบุไว้ไม่ชัดเจน หรือในกรณีที่ประชุมมีการพิจารณา หรือลงมติในเรื่องใดนอกเหนือจากที่ระบุไว้ข้างต้น รวมถึงกรณีที่มีการแก้ไขเปลี่ยนแปลงหรือเพิ่มเติมข้อเท็จจริงประการใดให้ผู้รับมอบฉันทะมีสิทธิพิจารณา และลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร/ In the case that I/we have not indicated my/our intention of vote in any agenda or have indicated it but not clear, or in the case the meeting will consider or adopt any resolution in addition to the matter indicated above, including any correction, change or addition of facts, the Proxy holder shall have the right to consider and vote for me/us in every respect as he/she deems appropriate.

กิจการใดที่ผู้รับมอบฉันทะได้กระทำไปในการประชุม เว้นแต่กรณีที่ผู้รับมอบฉันทะไม่ออกเสียงตามที่ข้าพเจ้าระบุในหนังสือมอบฉันทะ ให้ถือเสมือนว่าข้าพเจ้าได้กระทำเองทุกประการ / Any act(s) taken by the Proxy holder at the meeting, except in the case the Proxy holder does not cast vote per my/our indication in the Proxy, shall be deemed to be taken by myself/ourselves in every respect.

ลงชื่อ/ Signed.....ผู้มอบฉันทะ/ Appointer ลงชื่อ/ Signed.....ผู้รับมอบฉันทะ/ Proxy
(.....)
วันที่/Date...../...../..... วันที่/ Date...../...../.....

หมายเหตุ/ Remarks

- หนังสือมอบฉันทะแบบ ค. นี้/ใช้เฉพาะกรณีที่ผู้ถือหุ้นที่ปรากฏชื่อในทะเบียนเป็นผู้ลงทุนต่างประเทศ และแต่งตั้งให้คัสโตเดียน (Custodian) ในประเทศไทยเป็นผู้รับฝากและดูแลหุ้นให้เท่านั้น / This Form C Proxy shall be used only in the case the shareholder whose name appears in the Register is overseas investor and has appointed custodian in Thailand as a deposit agent of the shares only.
- หลักฐานที่ต้องแนบพร้อมกับหนังสือมอบฉันทะคือ / Evidences to be attached to the Proxy are:
 - หนังสือมอบอำนาจจากผู้ถือหุ้นให้คัสโตเดียน (Custodian) เป็นผู้ดำเนินการลงนามในหนังสือมอบฉันทะแทน
Letter of authorization from the shareholder to grant the custodian to proceed with the signing on the Proxy for the shareholder.
 - หนังสือยืนยันว่าผู้ลงนามในหนังสือมอบฉันทะแทนได้รับอนุญาตประกอบธุรกิจ คัสโตเดียน (Custodian)
A document confirming that the signor on the Proxy for the shareholder has been permitted to engage in the custodian business.
- ผู้ถือหุ้นที่มอบฉันทะจะต้องมอบฉันทะให้ผู้รับมอบฉันทะเพียงรายเดียวเป็นผู้เข้าประชุมและออกเสียงลงคะแนน ไม่สามารถแบ่งแยกจำนวนหุ้นให้ผู้รับมอบฉันทะหลายคนเพื่อแยกการลงคะแนนเสียงได้
A shareholder appointing a Proxy must authorize only one Proxy to attend the meeting and cast the votes on his/her behalf. All shares shall not be split into more than one Proxy to separately vote.
- วาระเลือกตั้งกรรมการสามารถเลือกตั้งกรรมการทั้งชุดหรือเลือกตั้งกรรมการเป็นรายบุคคล
As per the agenda to appoint director, the appointment can be made for all directors or for individual director.
- ในกรณีที่วาระที่จะพิจารณาในการประชุมมากกว่าวาระที่ระบุไว้ข้างต้น ผู้มอบฉันทะสามารถระบุเพิ่มเติมได้ในใบประจำต่อแบบหนังสือมอบฉันทะแบบ ค. ตามแนบ
In case there is (are) more agenda(s) to consider than the above mentioned, the appointer can specify the additional agenda in the attached sheet to the proxy form C.

ใบประจำต่อแบบหนังสือมอบฉันทะแบบ ก.

Attached Sheet to the Proxy Form C.

การมอบฉันทะในฐานะเป็นผู้ถือหุ้นของบริษัท โฮม โปรดักส์ เซ็นเตอร์ จำกัด (มหาชน) / As a Proxy to act on behalf of the shareholder of Home Product Center Public Company Limited

ในการประชุมสามัญผู้ถือหุ้นประจำปี 2568 ในวันพฤหัสบดีที่ 10 เมษายน 2568 เวลา 10.00 น. โดยเป็นการประชุมผ่านสื่ออิเล็กทรอนิกส์ (E-AGM) สถานที่ถ่ายทอด คือ ห้องประชุมอาคารคิวเฮ้าส์ ลุมพินี ชั้น 4 เลขที่ 1 ถนนสาทรใต้ แขวงทุ่งมหาเมฆ เขตสาทร กรุงเทพมหานคร หรือที่จะฟังเสียงไปในวัน เวลา และสถานที่อื่นด้วย / In the Annual General Meeting of Shareholders for the Year 2025 via electronic system on Thursday 10th April 2025 at 10.00 a.m.. The Meeting will be broadcasted from The Meeting room, 4th Floor, Q-House Lumpini Building No.1, South Sathorn Road, Tungmahamek Sub District, Sathorn District, Bangkok, or at any adjournment thereof.

- วาระที่/ Agenda.....เรื่อง/Subject.....
- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร/The Proxy has the right to consider and vote on behalf of myself/ ourselves in all agendas as appropriate.
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้/ The Proxy shall vote in accordance with my/ our objectives as follows:
 - เห็นด้วย/ Approve.....เสียง
 - ไม่เห็นด้วย/ Disapprove.....เสียง
 - จดออกเสียง/ Abstain.....เสียง

- วาระที่/ Agenda.....เรื่อง/Subject.....
- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร/The Proxy has the right to consider and vote on behalf of myself/ ourselves in all agendas as appropriate.
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้/ The Proxy shall vote in accordance with my/ our objectives as follows:
 - เห็นด้วย/ Approve.....เสียง
 - ไม่เห็นด้วย/ Disapprove.....เสียง
 - จดออกเสียง/ Abstain.....เสียง

- วาระที่/ Agenda.....เรื่อง/Subject.....
- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร/The Proxy has the right to consider and vote on behalf of myself/ ourselves in all agendas as appropriate.
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้/ The Proxy shall vote in accordance with my/ our objectives as follows:
 - เห็นด้วย/ Approve.....เสียง
 - ไม่เห็นด้วย/ Disapprove.....เสียง
 - จดออกเสียง/ Abstain.....เสียง

- วาระที่/ Agenda.....เรื่อง/Subject เลือกตั้งกรรมการ (ต่อ) / appointment of director (continued)
ชื่อกรรมการ / Name of Director
- เห็นด้วย/ Approve.....เสียง
- ไม่เห็นด้วย/ Disapprove.....เสียง
- จดออกเสียง/ Abstain.....เสียง

ชื่อกรรมการ / Name of Director

เห็นด้วย/ Approve.....เสียง

ไม่เห็นด้วย/ Disapprove.....เสียง

จดออกเสียง/ Abstain.....เสียง

ชื่อกรรมการ / Name of Director

เห็นด้วย/ Approve.....เสียง

ไม่เห็นด้วย/ Disapprove.....เสียง

จดออกเสียง/ Abstain.....เสียง

ชื่อกรรมการ / Name of Director

เห็นด้วย/ Approve.....เสียง

ไม่เห็นด้วย/ Disapprove.....เสียง

จดออกเสียง/ Abstain.....เสียง

ข้าพเจ้าขอรับรองว่า รายการในใบประจำต่อแบบหนังสือมอบฉันทะ ถูกต้องบริบูรณ์และเป็นความจริงทุกประการ/ I/ we hereby certify that all statements as appeared in this attached sheet to the Proxy form are true and correct.

ลงชื่อ/ Signed.....ผู้มอบฉันทะ/ Appointer ลงชื่อ/ Signed.....ผู้รับมอบฉันทะ/ Proxy

(.....)

(.....)

วันที่/ Date...../...../.....

วันที่/ Date...../...../.....

Enclosure 3.2

The following documents must be presented prior to attending the shareholders meeting (as the case may be):

1. In the event that the shareholder is a natural person:
 - 1.1 Attendance in person: presenting an official document issued by governmental agency which having photograph of such shareholder, and not yet expired, e.g. personal ID card, driver license, or passport.
 - 1.2 Attendance by proxy:
 - (A) a completed Proxy Form, which is per the form attached to the notice calling for the meeting, signed by the appointer (the shareholder) and the proxy;
 - (B) a copy of the official document of the shareholder as referred to in 1.1 certified as true copy by the appointer; and
 - (C) an original of the proxy's official document as referred to in 1.1 above.
2. In the event that the shareholder is a juristic person:
 - 2.1 Attendance by an authorized representative of such shareholder:
 - (A) an original of such authorized representative's official document as referred to in 1.1; and
 - (B) a copy of the Affidavit or Certificate of Incorporation of the shareholder showing the name of such authorized representative as a person having authority to act on the shareholder's behalf and such copy of the Affidavit or Certificate of Incorporation must be certified as true copy by such authorized representative.
 - 2.2 Attendance by proxy:
 - (A) a completed Proxy Form which is per the form attached to the notice calling for the meeting, signed by the appointer (the shareholder) and the proxy;
 - (B) a copy of the Affidavit or Certificate of Incorporation of the shareholder showing that the name of the person who signs on the Proxy Form as the appointers an authorized representative of the shareholder having authority to act on the shareholder's behalf and such copy of the Affidavit or Certificate of Incorporation must be certified and affixed the company seal by such authorized representative; and
 - (C) an original of the proxy's official document as referred to in 1.1 above.
3. In the event that the shareholder is non-Thai shareholder or is a juristic person incorporated under a foreign law:

Clause 1 and 2 above shall be applied mutatis mutandis to a non-Thai shareholder or a shareholder which is juristic person incorporated under a foreign law as the case may be under the following conditions:

 - (A) Affidavit or Certificate of Incorporation of such juristic person may be issued by either the governmental authority of the country in where such juristic person is situated or by an officer of such juristic person, provided that such an Affidavit or Certificate of Incorporation must contain the name of the juristic person, the address of the head office of the juristic person, and the name(s) of the person(s) having authority to sign on behalf of the juristic person together with any restriction or conditions of the authority of such person(s); and
 - (B) If the original document which is not made in English, English translation is required to be made and attached thereto and such translation must be certified by the authorized representative of such juristic person.

Enclosure 3.3

A brief history of independent directors who serve as proxies **Committee Information**



Name - Surname Mr. Boonsom Lerdhirunwong
Age 71
Position Chairman of the Audit Committee and Independent Director
Date of Appointment October 1, 2014
Address 31 Prachachuen - Nonthaburi Road, Nonthaburi, Bang Khen Subdistrict, Mueang Nonthaburi District, Nonthaburi Province.
Main Occupation Chairman and Independent Director, Quality Houses Plc. (Real estate development)

Direct shareholding : There is no holding of company securities
Spouse and minor child shareholding : None
Family relationship with Director and Management : None

Education

Education	Major	University
Doctoral Degree	Civil Engineering	INSA Toulouse, France
Master Degree	Civil Engineering	Chulalongkorn University
Bachelor Degree	Civil Engineering	Chulalongkorn University

Training

Institution	Program
Thai Institute of Directors Association (IOD)	Year 2022 - Advanced Audit Committee Program (ACP) 45/2022
	Year 2019 - Board Matters and Tends (MBT) 7/2019
	Year 2019 - Ethical Leadership Program (ELP) 15/2019
	Year 2016 - Anti-Corruption: The Practical Guide (ACPG) 27/2016
	Year 2014 - Role of Chairman Program (RCP) 34/2014
	Year 2013 - Successful Formulation & Execution of Strategy (SFE) 18/2013
	Year 2012 - Director Certification Program (DCP) 162/2012
	Year 2012 - Financial Statements for Directors (FSD) 17/2012
	Year 2012 - Audit Committee Program (ACP) 41/2012
Year 2012 - Monitoring Fraud Risk Management (MFM) 8/2012	

Training (Continued)

Institution	Program
Thai Institute of Directors Association (IOD)	Year 2012 - Monitoring of the Quality of Financial Reporting (MFR) 16 / 2012
	Year 2012 - Monitoring the Internal Audit Function (MIA) 13/2012
	Year 2012 - Monitoring the System of Internal Control and Risk (MIR) 13 / 2012
IOD Forum	Year 2024 - Maximizing Board Effectiveness : The Role of Lead Independent Directors in Thai Business
	Year 2018 - Digital Transformation: A Must for All Companies
	Year 2017 - The Role of Chairman in Leading Strategic Risk Oversight
	Year 2017 - Updated COSO Enterprise Risk Management: Integrating with Strategy and Performance
	Year 2016 - Corporate Governance vs Corporate Performance: Duty or Choice
Others	Year 2014 - Corporate Governance: Effectiveness and Accountability in the Boardroom Kellogg School of Management, Northwestern University
	Year 2013 - Certificate in Top Executives in the Energy Education Program (Class of 3 rd)
	Year 2006 - Diploma, the Joint State-Private Sector Course National Defense College (Class of 19 th)

The Brief of Working Experience during the past 5 years
Being Director of 2 Listed companies

During	Position	Company Name	Type of Business
2014 - Present	Chairman of the Audit Committee and Independent Director	Home Product Center Plc.	Retail
2015 - Present	Chairman and Independent Director	Quality Houses Plc.	Property Development
2012 - 2014	Chairman and Audit Committee	PTT Plc.	Energy and Utilities

Being a Management of 1 non-listed company

During	Position	Company Name	Type of Business
2010 - Present	Director and Chairman of Executive Director of Building and Infrastructure Committee	The Thai Red Cross Society	Charitable Organization
2015 - 2021	Chancellor	Shinawatra University	Educational Institution
2015 – 2018	Chairman	Thailand Institute of Nuclear Technology	Public Organization

Conflict of Interest

1. The director is not holding the position of director or executive management in other business or in the business that could cause any conflict of interest against the company.
2. Directors do not have special interests that are different from other directors. In every agenda proposed in this general meeting of shareholders, except for the agenda for the approval of payment of remuneration and bonuses to directors.
3. Not having the following interests in the Company, parent company, subsidiaries, affiliates or any legal entities that have conflicts, at present or in the past 2 years as follows:
 - 3.1 He does not participate in management and is not the employee, staff or consultant who receives regular salary in the Company.
 - 3.2 He does not provide any professional service i.e. Auditor, legal counsel
 - 3.3 He has no business relationship or benefit or interest with company that affect the duty performing independently in giving an opinion.

No. of Terms and No. of service year as Directors. 5 terms for 10 years 6 months 10 days of services

1st Term: From October 01, 2014 to April 09, 2015

2nd Term: From April 09, 2015 to April 09, 2018

3rd Term: From April 09, 2018 to April 08, 2021

4th Term: From April 08, 2021 to April 10, 2024

5th Term: From April 10, 2024 to April 10, 2025 (Annual General Meeting of Shareholders 2025)

No. of Terms and No. of service year as Directorship at Homepro

1. Board of Director Meeting : 12 attendances out of total 12 meetings
2. Audit Committee Meeting : 12 attendances out of total 12 meetings
3. Non-Executive Director Meeting : 1 attendance out of total 1 meeting

Enclosure 4

The information to support Agenda 5:
The biography of directors is retired by rotation and proposed to re-appoint for another term.



Committee Information

Name - Surname Mr. Anant Asavabhokhin
Age 74
Position Chairman of the Board of Directors
Directors authorized to sign on behalf
of the company as specified in the certificate
Date of Appointment April 8, 2022
Main Occupation Chairman of the Board of Directors Home Product Center Plc.
(Retail)

Direct shareholding : There is no holding of the company's securities.
Spouse and minor child shareholding : None
Family relationship with Directors and management : Father of Mr,Achawin Asavabhokin (Director)

Education

Education	Major	University
Master Degree	Business Administration M.B.A	Thammasat University
Master Degree	M.S. in Industrial Engineering	Illinois Institute of Technology, Chicago, USA
Bachelor Degree	Bachelor of Engineering (Civil Engineering)	Chulalongkorn University

Training

Institution	Program
Thai Institute of Directors Association (IOD)	Year 2004 - Director Certification Program (DCP) 52/2004

The Brief of Working Experience during the past 5 years

Currently does not hold positions in any other listed companies and non-listed companies.

At present being Director of 1 Listed companies

During	Position	Company Name	Type of Business
2022 - Present	Chairman of the Board of Directors	Home Product Center Plc	Retail
2013 - 2017	Chairman of the Board of Directors and Chairman of the Executive Committee	Land and Houses Plc.	Property Development
2005 - 2017	Chairman of the Board of Directors	Land and Houses Bank Plc.	Commercial Bank
1983 - 2017	Director	Quality Houses Plc.	Property Development

Conflict of Interest

1. The director is not holding the position of director or executive management in other business or in the business that could cause any conflict of interest against the company.

No. of Terms and No. of service year as Directors. 1 term for 3 years 3 days of services:

1st Term: From April 8, 2022 to April 10, 2025 (Annual General Meeting of Shareholders 2025)

Summary of No. of Meeting attendance during the past year for consideration:

1. Board of Director Meeting : 10 attendances out of total 12 meetings

Knowledge and Expertise (Board Skill Matrix)

Consumer Discretionary, Accounting/Finance/Economics, Real Estate

Committee Information

Name - Surname Mr. Pornwut Sarasin
Age 65
Position Directors, Nomination and Remuneration Committee and Independent Directors
Date of Appointment October 1, 2015
Main Occupation Chairman of the Board of Directors
 Thai Namthip Corporation Co., Ltd.
 (Production and Distribution of beverages)



Direct shareholding : 1,984,846 shares proportion 0.02 %
 Spouse and minor child shareholding : None
 Family relationship with Director and : None

Education

Education	Major	University
Master Degree	Business Administration	Pepperdine University USA
Bachelor Degree	Business Administration	Boston University USA

Training

Institution	Program
Thai Institute of Directors Association (IOD)	Year 2005 - Director Accreditation Program (DAP) 45 / 2005

The Brief of Working Experience during the past 5 years**At present being Director of 5 listed companies.**

During	Position	Company Name	Type of Business
2023 - Present	Nomination and Remuneration Committee	Home Product Center Plc.	Retail
2015 – Present	Independent Directors		
2017 - Present	Chairman of the Board of Directors	BG Container Glass Co., Ltd.	Packaging Manufacturers and Distributor
2015 - Present	Director	Crown Seal Plc.	Packaging Manufacturers
2009 - Present	Director	AP (Thailand) Plc.	Real Estate
1994 - Present	Director	Charoong Thai Wire & Cable Plc.	Cable Manufacturers and Distributor
1994 - 2023	Director and Chairman of Audit Committee		

At present being Director of 9 non-listed companies.

During	Position	Company Name	Type of Business
2022 - Present	Chairman of the Board of Directors	Thai Namthip Corporation Co., Ltd.	Production and distribution of beverages

2014 - Present	Director	Bangkok Glass Plc.	Packaging Manufacturers and Distributor
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At present being Director of 9 non-listed companies. (Continued)

During	Position	Company Name	Type of Business
1986 - Present	Director	Honda Automobile (Thailand) Co., Ltd.	Automobile Manufacturers
1986 - Present	Director	Denso (Thailand) Co., Ltd.	Electronic Manufacturers
1994 - Present	Director	Thai Asia Pacific Brewery Co., Ltd.	Drinking Manufacturers and Distributor
1986 - Present	Director	Thai-MC Co., Ltd.	Chemical Wholesaler
1986 - Present	Director	Isuzu Motors (Thailand) Co., Ltd.	Automobile Manufacturers
1986 - Present	Director	Tri Petch Isuzu Co., Ltd.	Automobile Distributor
1986 - Present	Director	Tri Petch Isuzu Leasing Co., Ltd.	Automobile Leasing
2013 - 2024	Chairman of the Board of Directors	Thai Namthip Co., Ltd.	Soft drink Bottler

Conflict of Interest

1. The director is not holding the position of director or executive management in other business or in the business that could cause any conflict of interest against the company.
2. Directors do not have special interests that are different from other directors. In every agenda proposed in this general meeting of shareholders, except for the agenda for the election of directors, because he is the person who must be re-elected to be a director for another term and approval of payment of remuneration and bonuses to directors
3. Not having the following interests in the Company, parent company, subsidiaries, affiliates or any legal entities that have conflicts, at present or in the past 2 years as follows:
 - 3.1 He does not participate in management and is not the employee, staff or consultant who receives regular salary in the Company.
 - 3.2 He does not provide any professional service i.e. Auditor, legal counsel
 - 3.3 He has no business relationship or benefit or interest with company that affect the duty performing independently in giving an opinion.

No. of Terms and No. of service year as Directors. 4 terms for 9 years 6 months 7 days of services
1st Term: From October 01, 2015 to April 05, 2017
2nd Term: From April 05, 2017 to April 09, 2020
3rd Term: From April 09, 2020 to April 08, 2022
4th Term: From April 08, 2022 to April 10, 2025 (Annual General Meeting of Shareholders 2025)

No. of Terms and No. of service year as Directorship at Homepro

1. Board of Director Meeting : 10 attendances out of total 12 meetings
2. Meeting of the Nomination and Remuneration Committee : 3 attendances out of total 3 meetings
3. Non-Executive Director Meeting : 1 attendance out of total 1 meeting

Knowledge and Expertise (Board Skill Matrix)

Consumer Discretionary, Consumer Staples, Industrial, Materials, Accounting/ Finance/ Economics, Real Estate



Committee Information

Name – Surname Mr. Rathian Srimongkol
Age 65
Proposed Position Directors, Audit Committee and Independent Director
Date of Appointment May 1, 2023
Main Occupation Chief of Executive Officer
 Xspring Capital Public Company Limited
 (Investment operations in other businesses both domestically and internationally)

Direct shareholding : There is no holding of company securities
 Spouse and minor child shareholding : None
 Family relationship with Director and : None

Educational

Educational	Major	University
Master Degree	Business Administration (MBA)	Thammasat University
Master Degree	Public Administration	Suan Sunandha Rajabhat University
Bachelor Degree	Doctor of Medicine Program M.D.	Faculty of Medicine Siriraj Hospital, Mahidol University
Bachelor Degree	Science Program	Mahidol University

Training

Institution	Program
Thai Institute of Directors Association (IOD)	Year 2009 - Financial Statements Demystified for Director (FDD)
	Year 2008 - The Role of Chairman Program
	Year 2001 - Directors Certification Program (DCP)
Other	Year 2023 - Orchestrating Winning Performance(OWP) Lausanne, International Institute for Management Development (IMD) (26 - 30 June 2023)
	Year 2022 - Orchestrating Winning Performance(OWP) Lausanne, International Institute for Management Development (IMD) (June 27 - July 1, 2022)
	Year 2010 - Certificate, Leader Program (Class 11), Capital Market Academy
	Year 2008 - Diploma, National Defense College, The Joint State – Private Sector Course

	Class 51/21, National Defense College of Thailand
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Training (Continued)

Institution	Program
Other	Year 2008 - Public Director Certification Program (PDI), King Prajadhipok's Institute
	Year 2008 - Certificate, Economic Leader Forum (ELF), The Thammasat Economics Association
	Year 2005 - Certificate in Politics and Governance in Democratic Systems for Executives Course (Class 9), King Prajadhipok's Institute

A Brief of Working Experience during the past 5 years

At present being Director of 4 Listed companies

During	Position	Company Name	Type of Business
2023 - Present	Audit Committee and Independent Directors	Home Product Center Plc.	Retail
2024 - Present	Chief Executive Officer	XSpring Capital Plc.	Financials
2021 - Present	Chairman of Investment Committee, Chairman of Nominating and Compensation Committee and Authorized Director		
2021 - 2024	Chairman of the Board of Directors		
2012 - Present	Director	Krungthai Card Plc.	Financials
2012 - 2023	Director and Chief Executive Officer		
2009 - Present	Lead Independent Director, Vice Chairman of the Board of Directors, Chairman of the Audit Committee, Member of the Sustainability and Risk Management Committee	Indorama Ventures Plc.	Chemicals Business
2018 - 2021	Chairman of the Audit Committee, Vice Chairman of the Board of Directors, Nomination and Remuneration Committee and Independent Director	Raimon Land Plc.	Real Estate
2001 - 2011	Executive Vice President	Thanachart Bank Plc. (Currently changed to	Banking Business

		TMBThanachart Bank Plc.)	
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At present being Director of 4 non-listed companies.

During	Position	Company Name	Type of Business
2021 - Present	Chairman of the Board of Directors and Authorized Signatory Directors	XSpring Digital Company Limited	Digital Asset Business
2021 - Present	Chairman of the Board of Directors and Authorized Signatory Directors	Xspring AMC Asset Management Company Limited	Financials
2021 - Present	Chairman of the Executive Directors and Authorized Directors	Krungthai XSpring Securities Co., Ltd.	Financials
2021 - Present	Chairman of the Board of Directors and Authorized Signatory Directors	XSpring Asset Management Co., Ltd.	Financials
2021 - 2023	Director	Krungthai Advisory Co., Ltd.	Holding Company
2019 - 2021	Chairman of the Board of Directors	Islamic Bank of Thailand	Financials
2018 - 2021	Chairman of the Board of Directors	Tobacco Authority of Thailand	State Enterprise
2017 - 2021	Vice President of the Association	Thai Listed Companies Association	Non-Profit Organization
2015 - 2517	Director		
2013 - 2020	Chairman of the Audit Committee, Corporate Governance Directors, Nomination and Remuneration Committee, and Independent Director	One To One Contacts Co., Ltd.	Service Business
2008 - 2010	Director	TOT Plc.	Communication Business
2004 - 2012	Subcommittee on State Enterprise Performance Evaluation, Corporate Governance, Panel 3: Internal Control and Audit		
2001 - 2012	Subcommittee on State Enterprise Performance Agreement and Evaluation	The Ministry of Finance	Government

Conflict of Interest

1. The director is not holding the position of director or executive management in other business or in the business that could cause any conflict of interest against the company.

2. Directors do not have special interests that are different from other directors in every agenda proposed in this general meeting of shareholders, except for the agenda for the election of directors, because he is the person who must be re-elected to be a director for another term and approval of payment of remuneration and bonuses to directors.
3. Not having the following interests in the Company, parent company, subsidiaries, affiliates or any legal entities that have conflicts, at present or in the past 2 years as follows:
 - 3.1 He does not participate in management and is not the employee, staff or consultant who receives regular salary in the Company.
 - 3.2 He does not provide any professional service i.e. Auditor, legal counsel
 - 3.3 He has no business relationship or benefit or interest with company that affect the duty performing independently in giving an opinion.

No. of Terms and No. of service year as Directors. 1 term for 1 year 11 months 10 days of services:
 1st Term: From May 1, 2023 to April 10, 2025 (Annual General Meeting of Shareholders 2025)

Summary of No. of Meeting attendance during the past year for consideration:

- | | |
|-----------------------------------|---|
| 1. Board of Director's Meeting | : 12 attendances out of total 12 meetings |
| 2. Audit Committee's Meeting | : 12 attendances out of total 12 meetings |
| 3. Non-Executive Director Meeting | : 1 attendance out of total 1 meeting |

Knowledge and Expertise (Board Skill Matrix)

Industrial, Healthcare, Accounting/Finance/Economics, Information Technology, Real Estate, Service, Corporate Governance, Risk Management

Committee Information

Name – Surname Asst. Prof. Dr. Kessara Thanyalakpark
Age 50
Proposed Position Directors, Audit Committee and Independent Directors
Date of Appointment May 1, 2023
Main Occupation Managing Director, Sena Development Plc. (Real Estate)



Direct shareholding : There is no holding of company securities
Spouse and minor child shareholding : None
Family relationship with Director and : None

Educational

Educational	Major	University
Doctoral Degree	PhD Economics	Claremont Graduate University, U.S.A.
Master Degree	MSc Economics	Claremont Graduate University, U.S.A
Master Degree	MBA Finance and Accounting	University of California, U.S.A.
Bachelor Degree	BBA Finance and Accounting	Chulalongkorn University

Training

Institution	Program
Thai Institute of Directors Association (IOD)	Year 2005 - Director Institution Thailand Program (DCP 59) / Thai Institute of Director, Bangkok
	Year 2005 - Director Accreditation Program (DAP) Thailand. / Thai Institute of Directors, Bangkok,
Other	Year 2012 - Senior Justice Administration Program / Judicial Training Institute, Office of the Judiciary (Class 16)
	Year 2010 - Certificate in Politics and Governance in Democratic Systems for Senior Executives, College of Politics And Governance, King Prajadhipok's Institute Course (Class 14)

	Year 2009 - Senior Executive Program / Capital Market Academy (Class 8), The Stock Exchange of Thailand
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Training (Continued)

Institution	Program
Other	Year 2005 - Certificate in Real Estate Investments and Financing / FAME, International Center for Financial Asset Management and Engineering, Geneva Switzerland
	Year 1995 - Bangkok Bank Student Internship Program/ Bangkok Bank, Bangkok, Thailand

A Brief of Working Experience during the past 5 years

At present being Director of 3 Listed companies.

During	Position	Company Name	Type of Business
2023 - Present	Audit Committee and Independent Directors	Home Product Center Plc.	Retail
2024 - Present	Chief Executive Officer	Sen X Plc.	Real Estate
2020 - Present	Managing Director	Sena Development Plc.	Real Estate
2014 - Present	Risk Management Committee		

At present being Director positions of 8 non-listed companies.

During	Position	Company Name	Type of Business
2024 - Present	Chief Executive Officer	Sena Green Energy Co., Ltd.	Energy Business
2024 - Present	Chairman of the Board of Directors	Sena HHP Co., Ltd.	Real Estate
2024 - Present	Director	Institute of Climate Change, Federation of Thai Industries	Non-Profit Organization
2024 - Present	Vice President for Academic Affairs	The Housing Business Association	Private Organizations
2022 - 2024	Chairman of the Strategic and Budget Advisory Committee, Advisor to the Provincial Governor	Bangkok Metropolitan	Government
	Advisor to the Committee on the Review of Budget Preparation Criteria		

	Member of the Bangkok Metropolitan Region Joint Public-Private Sector Consultative Committee		
--	--	--	--

At present being Director positions of 8 non-listed companies. (Continued)

During	Position	Company Name	Type of Business
2022 - 2024	Member of the Extraordinary Committee Considering the Bangkok Metropolitan Draft Ordinance on Off-Budget Funds	Bangkok Metropolitan	Government
	Member of the Extraordinary Committee Studying the Issues of Land and Building Tax Collection and Tax Payment Guidelines for Land Holders		
	Member of the Committee Driving Environmental Management Operations in the Bangkok Metropolitan Area		
	Chairman of the Committee for Enhancing Revenue Collection Efficiency, Asset Management, and Debt Acceleration of Bangkok Metropolitan Administration		
	Advisor to the Operation Center for Monitoring the Regulation of Trading Areas in Bangkok Metropolitan Area		
2021 - 2024	Council Member and Executive Committee	Thailand Development Research Institute (TDRI)	Non - Profit Foundation
2021 - 2023	Director	Thai Listed Companies Association	Non-Profit Organization
2020 - Present	Senior Asset Management Director	Property Management of Chulalongkorn University	Government
	Member of the Committee on Supervision and Monitoring of Project Contracts for the Right to Use the Commercial Area at Pathumwan Intersection (MBK Center Building)		
	Expert Member of the Subcommittee for Private Sector Selection for the Siam Kitt Building Development Project (Block L)		

2016 - present	Vice President of Finance and Budget	Thai Condominium Association	Private organizations
2015 - present	Chairman of the Board of Directors	Sena Solar Energy Co., Ltd.	Retail
2015 - present	Director	Aspiration One Co., Ltd.	Real Estate

Conflict of Interest

1. The director is not holding the position of director or executive management in other business or in the business that could cause any conflict of interest against the company.
2. Directors do not have special interests that are different from other directors. In every agenda proposed in this general meeting of shareholders, except for the agenda for the election of directors, because he is the person who must be re-elected to be a director for another term and approval of payment of remuneration and bonuses to directors
3. Not having the following interests in the Company, parent company, subsidiaries, affiliates or any legal entities that have conflicts, at present or in the past 2 years as follows:
 - 3.1 He does not participate in management and is not the employee, staff or consultant who receives regular salary in the Company.
 - 3.2 He does not provide any professional service i.e. Auditor, legal counsel
 - 3.3 He has no business relationship or benefit or interest with company that affect the duty performing independently in giving an opinion.

No. of Terms and No. of service year as Directors. 1 term for 1 year 11 months 10 days of services:
1st Term: From May 1, 2023 to April 10, 2025 (Annual General Meeting of Shareholders 2025)

Summary of No. of Meeting attendance during the past year for consideration:

1. Board of Director's Meeting : 12 attendances out of total 12 meetings
2. Audit Committee's Meeting : 10 attendances out of total 12 meetings
3. Non-Executive Director Meeting : 1 attendance out of total 1 meeting

Knowledge and Expertise (Board Skill Matrix)

Accounting/Finance/Economics, Real Estate, Corporate Governance, Risk Management

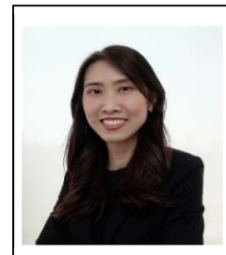
Enclosure 5
Definition of Independent Director

“Independent Director” means the director who is independent in expressing his opinion to the operation of the Company, must be a person who has no involvement or interest to the result of operation either directly or indirectly. The qualifications of the Independent Director are as follows:

1. Hold share less than 0.5% of paid up capital of the Company, affiliates company, joint company, associated company, including the shares held by the related person.
2. Being independent either directly or indirectly of both financial and management of the Company or joint company or major shareholders of the Company, and having no benefit or interest in such manner within 2 years before being appointed as the Independent Director, unless the Board of Director has carefully considered and see that such participation in having benefit or interest will not affect the duty performing and the independence in giving an opinion.
3. Being independent from the executives and major shareholders of the Company. Must not be the Director who has been appointed as the representative to maintain the interest of the Director of the Company, major shareholders, or shareholders who are related to the major shareholders of the Company.
4. Must not participate in management and must not be employee, staff or consultant who receives regular salary in the Company, affiliate company, joint company, company or major shareholder of the Company.
5. Must not be related person or relatives of the executive or major shareholders of the Company.
6. Capable to perform his duty and express opinion or report result of duty performing independently as assigned by the Board of Directors, and not under the control of the Executive or major shareholders of the Company, including related person or close relatives of such person.
7. No other character that causes the inability to give opinion to operation of the Company independently.

Enclosure 6

Auditor's Profile



Name	Ms. Wilaiporn Chaowiwatkul
Audit firm	EY Office Limited
CPA No.	9309
Years of service	Over 20 years
Position	Partner

Qualifications

- Certified Public Accountant (Thailand)
- Approved auditor of The Securities and Exchange Commission of Thailand
- A member of Subcommittee on setting auditing standards and audit procedures of Thailand Federation of Accounting Professions under the Royal Patronage of his Majesty the King

Education

- Master of Business Administration, Chulalongkorn University
- Bachelor of Accountancy, Chulalongkorn University

Experience

- Providing audit services in a wide range of industries, including real estate, manufacturing and trading and service, for numerous large corporations in a variety of industries, comprising both SET-listed companies and multinational clients with cross-border businesses.
- Extensive experience in regular audits, internal control attestation, public offering and rendering of advisory services.

Conflicts of interest other than providing audit services to companies / subsidiaries / associated companies or juristic persons that may have conflicts may result in the inability to perform duties independently:

- None -

Record of illegal action

- None –

Contact information

Telephone 02 264 0777 / 02 264 9090
Fax 02 264 0789-90
Email wilaiporn.chaowiwatkul@th.ey.com

Auditor's Profile

Name	Ms. Orawan Techawatanasirikul
Audit firm	EY Office Limited
CPA No.	4807
Year of service	Over 25 Years
Position	Partner



Qualifications

- Certified Public Accountant (Thailand)
- Approved auditor of the Thai Securities and Exchange Commission and the Stock Exchange of Thailand
- ASEAN Chartered Professional Accountant

Education

- Bachelor's degree in Accounting, Thammasat University
- Diploma program in Auditing, Thammasat University
- Master's degree in Accounting, Thammasat University

Experience

- Leading a wide range of audit assignments for numerous large corporations in a variety of industries, comprising both SET-listed companies and multinational clients with cross-border businesses. Her areas of expertise are automotive business, manufacturing, logistics, agriculture business, hotel and services business
- Due diligence review and the J-SOX internal control attestation procedure for automotive manufacturing company
- Overseeing management advisory and SET listing engagements

Conflicts of interest other than providing audit services to companies / subsidiaries / associated companies or juristic persons that may have conflicts may result in the inability to perform duties independently:

- None -

Record of illegal action

- None -

Contact information

Telephone	02 264 0777 / 02 264 9090
Fax	02 264 0789-90
Email	orawan.techawatanasirikul@th.ey.com

Auditor's Profile

Name	Mrs. Nummon Kerdmongkhonchai
Audit firm	EY Office Limited
CPA No.	8368
Years of service	Over 20 years
Position	Partner



Qualifications

- Certified Public Accountant (Thailand)
- Approved auditor of the Thai Securities and Exchange Commission and the Stock Exchange of Thailand
- A member of Investigation Subcommittee of the Federation of Accounting Professions

Education

- Bachelor's degree in Accounting, Thammasat University (2nd class honor)
- Master of Business Administration, Chulalongkorn University

Experience

- Providing audit services in a wide range of industries, including real estate, hotel, manufacturing and trading and service, for numerous large corporations in a variety of industries, comprising both SET-listed companies and multinational clients with cross-border businesses.
- Extensive experience in regular audits, internal control attestation, public offering and rendering of advisory services.

Conflicts of interest other than providing audit services to companies / subsidiaries / associated companies or juristic persons that may have conflicts may result in the inability to perform duties independently:

- None -

Record of illegal action

- None –

Contact information

Telephone 02 264 0777 / 02 264 9090
Fax 02 264 0789-90
Email nummon.kerdmongkhonchai@th.ey.com

Auditor's Profile

Name	Ms. Yuchira Tuaton
Audit firm	EY Office Limited
CPA No.	10725
Years of service	20 years
Position	Partner



Qualifications

- Certified Public Accountant (Thailand)
- Approved auditor of the Thai Securities and Exchange Commission and the Stock Exchange of Thailand
- Lecturer at Federation of Accounting Professions

Education

- Bachelor's degree in Accounting, Thammasat University (First class honor)
- Master of Business Administration, Chulalongkorn University

Experience

- Providing audit services in a wide range of industries, including manufacturing, trading, telecommunication, media, construction, logistics and service, for numerous large corporations in a variety of industries, comprising both SET-listed companies and multinational clients with cross-border businesses.
- Extensive experience in regular audits, internal control attestation, public offering and rendering of advisory services.

Conflicts of interest other than providing audit services to companies / subsidiaries / associated companies or juristic persons that may have conflicts may result in the inability to perform duties independently:

- None -

Record of illegal action

- None –

Contact information

Telephone 02 264 0777 / 02 264 9090
Fax 02 264 0789-90
Email yuchira.tuaton@th.ey.com

Enclosure 7

Articles of Association Relating to Shareholders Meeting

No.13 The directors shall be elected at the shareholders' meeting according to the following rules and methods;

- (1) A shareholder shall have a voting right of one share per one vote.
- (2) A shareholder can cast all votes he has as per (1) to elect one or several persons as director or directors, but cannot divide/split and cast his votes in any number for any one in particular.
- (3) The person with the highest votes shall be elected first and subsequent persons shall be elected respectively until all directors which ought to be or are required to be elected at the meeting have been elected. In case the last person to be elected as the director has the same number of votes as the subsequent person, the Chairman of the meeting shall cast an additional vote to determine the election.

No. 27 The shareholder may attend and vote by proxy in the shareholders meeting. The proxy must be dated and signed by the shareholder and shall be in form prescribed by the registrar.

This proxy must be submitted to the chairman or the person designated by the chairman at the venue prior to the proxy attending the meeting.

No. 28 In the shareholders meeting, there must be shareholders and proxies (if any) attending at the meeting not less than twenty-five person or shareholders and proxies attending at the meeting not less than half of the total shareholders and in any case the shareholders shall hold shares not less than one-third of the total shares subscribed to constitute a quorum.

The chairman shall preside over the shareholders meeting. In the case where the chairman is not present at a meeting or is unable to perform his/her duty, if there is a vice-chairman, the vice-chairman shall preside over the meeting. If there is no vice-chairman or there is a vice-chairman, but such vice-chairman is unable to perform his/her duty, the shareholders shall elect one among themselves to preside over the meeting.

No. 29 Voting in the shareholders meeting, one share is entitled to one vote.

Voting shall be made openly, unless at least five shareholders request a secret vote and the meeting resolves accordingly. The method for the secret vote shall be stipulated by the chairman of the meeting.

Resolution of the Shareholders Meeting

No. 29 3rd paragraph

the Resolution of shareholders' Meeting shall consist of votes as follow:

- (1) The majority votes of shareholders present and vote in the meeting, for such normal case. In the case of equality of votes, the chairman of the meeting shall be entitled to a second or casting vote
- (2) In following cases, voting shall be not less than three fourth of the votes of the shareholders present and have rights to vote in the meeting.

- (1) Divestiture or transfer of whole or substantial parts of business to the third party
- (2) Purchase or acquired businesses from other companies or private company belong to the Company.
- (3) Executing, amending or terminating agreement that relating to lease of whole or substantial part of business, assigning others to enter into the business management of the Company or business mergers with other person or juristic person with objectives of profit and loss sharing.
- (4) Amendment of the Memorandum of Associations or the Article of Associations.
- (5) Increase or Decrease capital of the Company or issuance of debenture.
- (6) Amalgamation or Dissolution of the Company

Enclosure 8

แบบฟอร์มการขอรับหนังสือเชิญประชุมสามัญผู้ถือหุ้นประจำปี 2568 และ แบบ 56-1 One Report และ หนังสือมอบฉันทะ ในแบบรูปเล่ม
บริษัท โฮม โปรดักส์ เซ็นเตอร์ จำกัด (มหาชน)

Request Form for the printed Invitation for Annual General Meeting of the Shareholders for the year 2025, 56-1 One Report
and Proxy form of Home Product Center Public Company Limited

ข้าพเจ้า.....

I/We.....

เลขทะเบียนผู้ถือหุ้น.....Shareholder's Registration No.....

เป็นผู้ถือหุ้นของ บริษัท โฮม โปรดักส์ เซ็นเตอร์ จำกัด (มหาชน) (“บริษัทฯ”)

being a shareholder of Home Product Center Public Company Limited (“the Company”)

โดยถือหุ้น ณ วันปิดสมุดทะเบียนผู้ถือหุ้นเพื่อเข้าร่วมประชุมสามัญประจำปี 2568 จำนวนทั้งสิ้นรวม.....หุ้น

holding the total amount of shares on the date of closing the registration book for the Annual General Meeting of
Shareholders for the Year 2025

ขอรับหนังสือเชิญประชุมสามัญผู้ถือหุ้นประจำปี 2568

Request for the printed Invitation for Annual General Meeting of the Shareholders for the year 2025

ขอรับรายงานประจำปี 2567 (แบบ 56-1 One Report)

Request for a printed annual report for the year 2024 (56-1 One Report)

ขอรับหนังสือมอบฉันทะ / Proxy form request

โดยขอให้บริษัทฯจัดส่งเอกสารดังกล่าวให้กับข้าพเจ้า ตามที่อยู่ที่ระบุไว้ดังต่อไปนี้

Please send the requested document to me as the address stated below.

ลงชื่อ / Signed.....ผู้ถือหุ้น / Shareholder

(.....)

ชื่อ / Name.....

อยู่บ้านเลขที่ / Reside at..... ถนน / Street.....

ตำบล / แขวง / Sub-District.....อำเภอ / เขต / District.....

จังหวัด / Provinceประเทศ / Country.....

รหัสไปรษณีย์ / Postal Code



ตราไปรษณียากร
Stamp

หน่วยงานนักลงทุนสัมพันธ์
บริษัท โฮม โปรดักส์ เซ็นเตอร์ จำกัด (มหาชน)
31 ถนนประชาชื่นนนทบุรี ตำบลบางเขน อำเภอเมือง
จังหวัดนนทบุรี 11000



Pre-Registration

for Attending the Meeting via Electronic Means (e-Meeting)



1. Registration

Self-contained attendance by shareholders

1 Fill in Information for Registration

Teams 17:21 Tue 27 Feb event.pttdigital.com

ลงทะเบียนบุคคลทั่วไป (Attendee in person)
 ลงทะเบียนนิติบุคคล (Juristic Person)

เลขทะเบียนผู้ถือหลักทรัพย์ (Shareholder's Registration No.) *

 10 Digits of Shareholder's Registration No. as specified in Notification of Meeting

เลขบัตรประชาชน / เลขหนังสือเดินทาง (ID Card Number / Passport Number) *

 Identification Card Number/Passport Number (for Non-Thais)

ชื่อ (Name) *

 Name of Shareholder

นามสกุล (Surname) *

 Surname of Shareholder

อีเมล (Email) *

 Email Addresses to Receive the Username and Password for Attending the Meeting

ยืนยันอีเมล (Email Confirm) *

 Email Confirm

เบอร์โทรศัพท์ (Phone) *

 Available Telephone Number of Shareholder

จำนวนหุ้น (Quantity) *

 Quantity as of Record Date (Automatic Display)

 *หากข้อมูลไม่ถูกต้อง กรุณาติดต่อบริษัทหลักทรัพย์ที่ท่านเป็นบัญชี (In case the information is incorrect, please contact your depository participant (broker/custodian))

สำเนาบัตรประชาชน / หนังสือเดินทาง (กรณีชาวต่างชาติ) พร้อมรับรองสำเนาถูกต้อง (Copy of ID Card / Passport for Non-Thais, Certified as True and Correct Copy) *

 a Copy of the Valid Identification Card or Government Identification Card, or Passport (for Non-Thais), Certified as True and Correct Copy

เอกสารเพิ่มเติม ได้แก่ แบบแจ้งการประชุม เอกสารการเปลี่ยนชื่อ - สกุล (Additional Files such as Meeting Notice Form, Document of Name Change) :

ข้อมูลของผู้รับมอบอำนาจ (Proxy Holder's Information)

 รับมอบอำนาจ (Type of Proxy) :

 มอบอำนาจกรรมการอิสระ (Proxy to the Independent Director)

 เลขบัตรประชาชน / เลขหนังสือเดินทาง (ID Card / Passport) *

 ชื่อ (Name) *

 นามสกุล (Surname) *

 อีเมล (Email) *

 ยืนยันอีเมล (Confirm Email) *

 หมายเลขโทรศัพท์มือถือ (Mobile Phone Number) *

 สำเนาบัตรประชาชนของผู้รับมอบอำนาจ (Copy of Proxy Holder's ID Card) *

 เอกสารเพิ่มเติม ได้แก่ แบบแจ้งการประชุม หนังสือมอบอำนาจ (Additional Files such as Meeting Notice Form, Proxy Form) *

ข้าพเจ้าได้อ่าน และตกลงในเงื่อนไข ข้อตกลงการให้บริการ และ แบบแจ้งข้อมูลส่วนบุคคล

 I have read and agree to Term of Service and Privacy Notice

Read and Click to Agree

ข้อมูลของผู้รับมอบอำนาจ (Proxy Holder's Information)

รับมอบอำนาจ (Type of Proxy) : มอบอำนาจ : น. / Proxy B.

มอบอำนาจกรรมการอิสระ (Proxy to the Independent Director)

เลขบัตรประชาชน / เลขหนังสือเดินทาง (ID Card / Passport) *

ชื่อ (Name) *

นามสกุล (Surname) *

อีเมล (Email) *

ยืนยันอีเมล (Confirm Email) *

หมายเลขโทรศัพท์มือถือ (Mobile Phone Number) *

สำเนาบัตรประชาชนของผู้รับมอบอำนาจ (Copy of Proxy Holder's ID Card) *

เอกสารเพิ่มเติม ได้แก่ แบบแจ้งการประชุม หนังสือมอบอำนาจ (Additional Files such as Meeting Notice Form, Proxy Form) *

Select Proxy Type

2 The screen will display the following message

ได้รับข้อมูลเรียบร้อยแล้ว
โปรดตรวจสอบกล่องจดหมายอีเมลที่ท่านใช้ในการลงทะเบียนเพื่อยืนยัน

◀ กลับ

Corporate shareholders

1 Fill in Information for Registration

กรอกข้อมูลลงทะเบียน / Fill in Required Information for Registration

ข้อมูลผู้ถือหุ้น (Shareholder's Information)

ลงทะเบียนบุคคลทั่วไป (Attendee in person) ลงทะเบียนนิติบุคคล (Juristic Person)

เลขทะเบียนผู้ถือหุ้น (Shareholder's Registration No.) :*

เลขจดทะเบียนนิติบุคคล (Juristic ID) :*

ชื่อบุคคล (Juristic Name) :*

จำนวนหุ้น (Quantity) :*

Quantity as of Record Date (Automatic Display)

*หากข้อมูลไม่ถูกต้อง กรุณาติดต่อบริษัทหลักทรัพย์ที่ท่านเป็นนายชื้อ (In case the information is incorrect, please contact your depository participant (broker/custodian))

สำเนาเอกสารของผู้มีอำนาจลงนามผูกพันนิติบุคคล (A copy of any of the Required Documents of the authorized person(s)) :*

สำเนานิ่งสำเนาฉบับล่าสุดของนิติบุคคล พร้อมรับรองสำเนาถูกต้อง โดยผู้มีอำนาจลงนามผูกพันนิติบุคคล และประทับตรา นิติบุคคล (ถ้ามี) (A copy of the latest version of the Affidavit of the juristic person) :*

เลือกไฟล์

A copy of any of the Required Documents of the authorized person

เลือกไฟล์

A copy of the latest version of the Affidavit of the juristic person

ข้อมูลของผู้รับมอบฉันทะ (Proxy Holder's Information)

รับมอบฉันทะ (Type of Proxy) : ไม่มีการรับมอบฉันทะ / None

ข้าพเจ้าได้อ่าน และตกลงใจเงื่อนไข ข้อตกลงการให้บริการ และ แบบแจ้งข้อมูลส่วนบุคคล I have read and agree to Term of Service and Privacy Notice

Read and Click tot Agree

ลงทะเบียน / Register

Click "Register"

ข้อมูลของผู้รับมอบฉันทะ (Proxy Holder's Information)

รับมอบฉันทะ (Type of Proxy) : มอบฉันทะ บ. / Proxy B.

มอบฉันทะกรรมการอิสระ (Proxy to the Independent Director)

เลขบัตรประชาชน / เลขหนังสือเดินทาง (ID Card / Passport) :*

ชื่อ (Name) :*

นามสกุล (Surname) :*

อีเมล (Email) :*

ยืนยันอีเมล (Confirm Email) :*

หมายเลขโทรศัพท์มือถือ (Mobile Phone Number) :*

สำเนาบัตรประชาชนของผู้รับมอบฉันทะ (Copy of Proxy Holder's ID Card) :*

เอกสารเพิ่มเติม ได้แก่ แบบแจ้งการประชุม หนังสือมอบฉันทะ (Additional Files such as Meeting Notice Form, Proxy Form) :*

Select Proxy Type

2 The screen will display the following message

ได้รับข้อมูลเรียบร้อยแล้ว

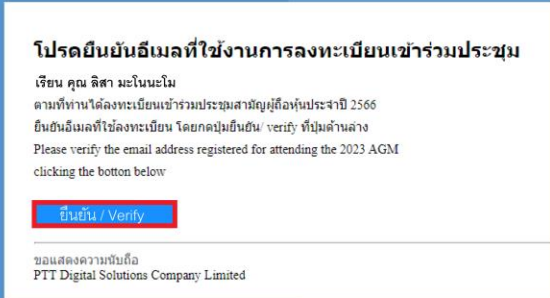
โปรดตรวจสอบกล่องจดหมายอีเมลที่ท่านใช้ในการลงทะเบียนเพื่อยืนยัน

◀ กลับ



2. Email Verification

After completing the registration process, you will receive a confirmation email. Please confirm the email address used for registration by clicking "ยืนยัน / Verify"

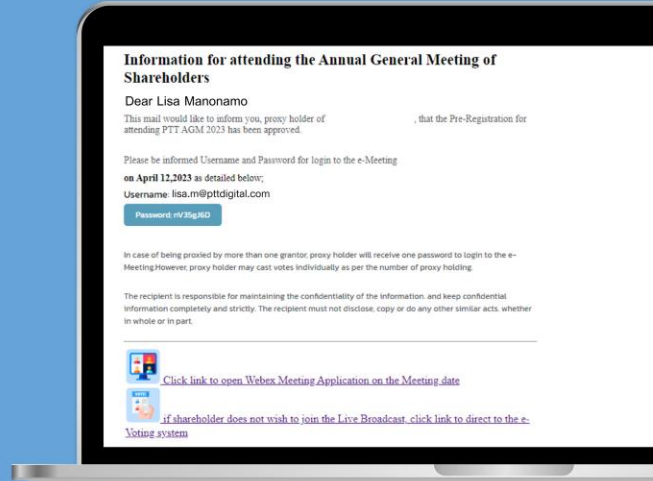


Example of the email verification confirmation screen



3. Notification of Registration Results

When the company approves your participation in the meeting, you will receive an email notifying you of the online meeting details.



In case of rejection, you will receive an email explaining the reasons and guidance to correct submitting your registration again.



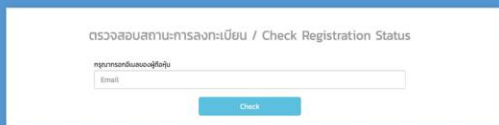
4. Check Registration Result

While waiting for approval, you can check registration status by clicking on

i ตรวจสอบสถานะการลงทะเบียน / Check Registration Status



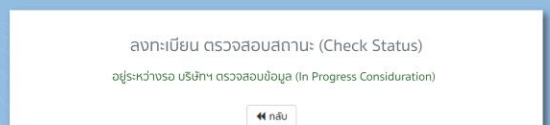
Example of registration status checking screen



Example of a screen display when email confirmation has not yet been verified.



Example of a screen display when you have verified your email and waiting for consideration



Procedures for Attending the 2025 Annual General Shareholders' Meeting (E-Meeting),
Document Required for Meeting Attendance, and Proxy Granting

Procedures for Attending the Meeting via Electronic Means

Shareholders who wish to attend the meeting electronically, either personally or through a proxy, must submit a request and complete the Pre-Registration process via D AGM Online system (Pre-Register), which will be available since 1 April 2025 at 08.00 hrs. Shareholders are required to register in advance using a valid email address in order to receive the meeting link (Link), username, and password for access. Each email account can only be used for the registration of one shareholder's registration number.

Pre-Registration and Appointment of Proxy Procedures via D AGM System (Pre-Register)

[/HMPRO/registerbase](#) (Pre-Register System), complete the required information to indicate their intention to attend the meeting through electronic means, select the type of request submission, and follow 3 steps as follows:

- Step 1** Fill in shareholder's information and undergo identity verification.
- Step 2** Verify your identity by email.
- Step 3** Finish the transaction and wait for an email notifying the Meeting details and password to use on the day of the Meeting.



2. The officer will verify the eligible shareholders from the information as of the Record Date on 11 March 2025, which serves as the reference date for determining shareholders entitled to attend the Meeting. This includes the completeness and accuracy of all documents submitted through the Pre-Register system for approval to join the Meeting. On the Meeting Day (10 April 2025), the electronic meeting system will be accessible at 08.00 hrs. (2 hours prior to the Meeting). Shareholders or their proxies may log in to the meeting system using the username and password received via registered email and follow the instructions outlined in the system user guide.
 - If a registration request is denied, the shareholder will receive an email stating the reason along with further instructions.
 - If an attendee is being proxied by multiple grantors, he or she will receive only one username and password to login to the Meeting.
 - If a shareholder does not receive the identity verification email or the confirmation email containing meeting details, please contact

Electronic Proxy Appointment and Submission Process

Shareholders who prefer to appoint the company's Independent Director as the proxy holder can submit the proxy form along with the required documents in electronic format via the Pre-Register System or send the documents to Company by mail to the following address. The proxy form and required documents shall reach Company **by 9 April 2025 at 17.00 hrs.**

HOME PRODUCT CENTER PUBLIC COMPANY LIMITED
31 Prachachuennonthaburi Rd., Bangkhen, Amphoe Muang Nonthaburi 11000 Thailand

Flowchart of the Registration Steps for Attending the 2025 Annual General Shareholders' Meeting via D AGM Online

Shareholders can submit a request at access <https://register.pttdigital.com/HMPRO/registerbase>

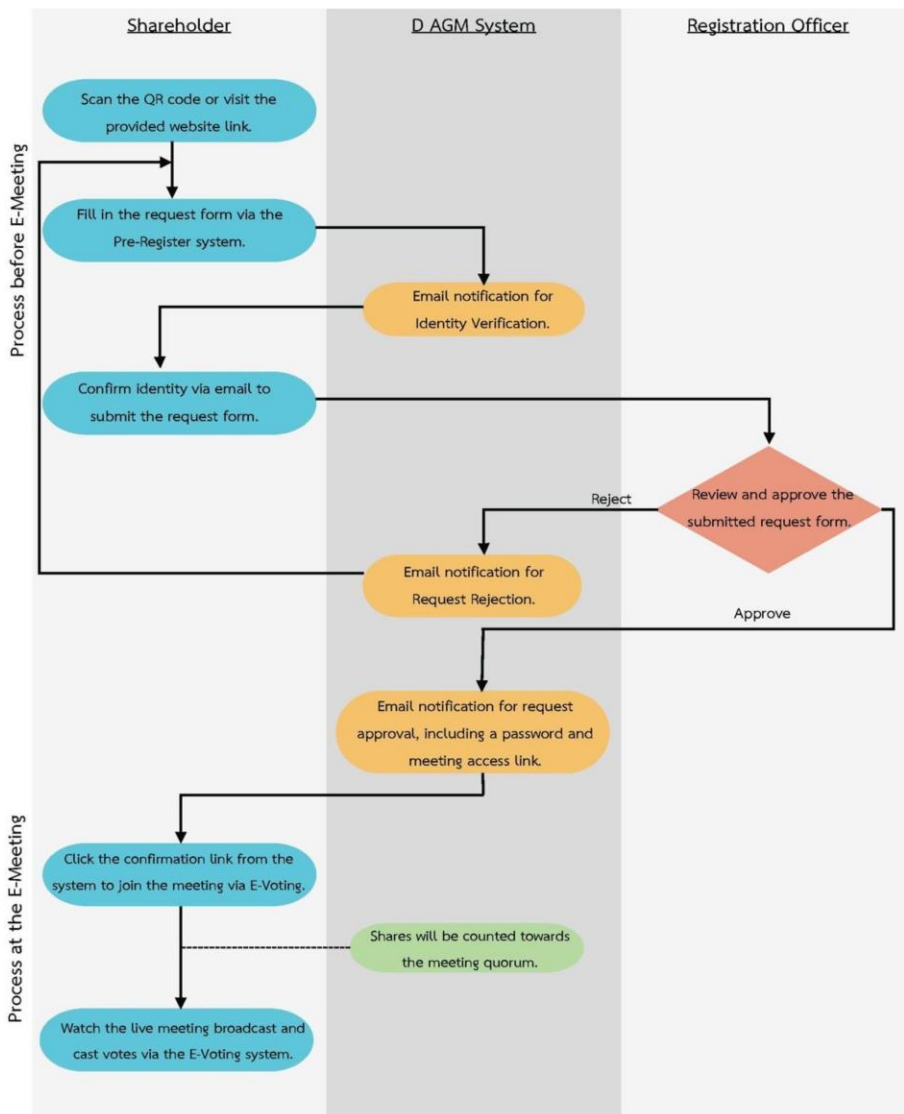
Or scan QR Code



Pre-Register system will be available from
1 April - 10 April 2025
(until the Meeting adjourns)



If encounter any technical difficulties while using Pre-Register system and E Voting system
please contact Call Center at 02-140-2006 during 1 April - 10 April 2025,
from 8:00 to 17:00 hrs., except Public holidays



In Case of Leaving the Meeting

If a shareholder leaves the Meeting before casting votes, the shareholder’s votes will not be counted in the remaining agenda items that have not yet been voted.

Procedure for Attending E voting and Voting Procedure

- 1 Access the link from the email sent by the system.
- 2 Enter the Username and Password received via the email.
- 3 Click the “Sign in” button, and the vote will count towards the quorum.
- 4 Click “Join meeting” button to view the live broadcast.
- 5 Submit a vote as determined.- Select the agenda items for voting.
- 6 Press “Vote” button.
- 7 Submit a vote as determined.
- 8 System will display the latest voting results based on your votes.



If you wish to modify your vote, you may do so until the system closes the voting session for that agenda item.



If encounter any technical difficulties while using Pre-Register system and E Voting system

please contact Call Center at 02-140-2006 during 1 April - 10 April 2025,
from 8:00 to 17:00 hrs., except Public holidays

Procedure for Asking Questions

- 1 Select the agenda for asking questions.
- 2 Press “Questions” button.
- 3 Choose a Question Type
 - via Message
 - Enter your question and Press “Send Question” button.
 - via Camera
 - Enter your question and Press “Send Question” button.
 - Please wait for the meeting facilitator to organize the question queue before you can turn on your camera/microphone for asking questions during the live broadcast.



Operation of E-Meeting and D AGM System

Operation of the system depends on the internet quality of shareholders or proxy holders, including equipment and/or application program of their devices.

- The recommended internet speed should be at least 4 Mbps.
- System can be compatible with Smartphone & Tablet for both Android and IOS
- System can be compatible with the following internet browsers: Chrome (Recommended) or Safari or Microsoft Edge.

User Guide for D AGM



Pre-Register Guide



E Voting Guide



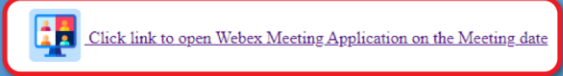
If encounter any technical difficulties while using Pre-Register system and E Voting system

please contact Call Center at 02-140-2006 during 1 April - 10 April 2025,
from 8:00 to 17:00 hrs., except Public holidays



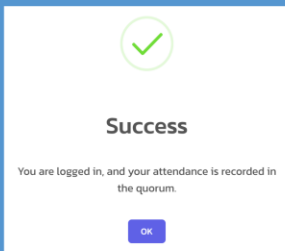
E Voting Attendance

- 1 At the scheduled meeting time, open the email invitation and click the link to access the meeting system.

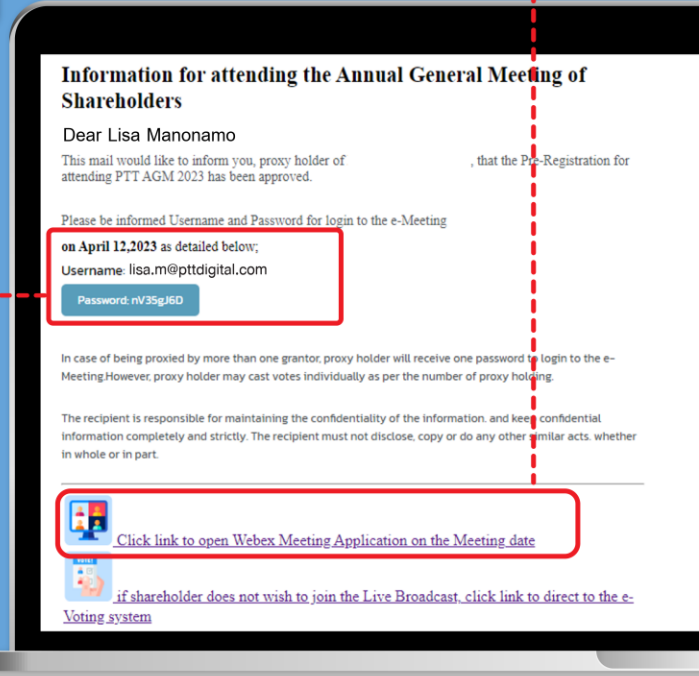
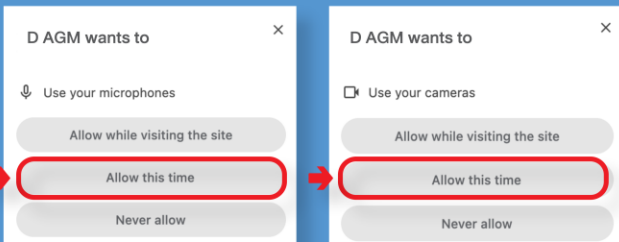


- 2 Input Username/Password and choose the meeting room (EN)

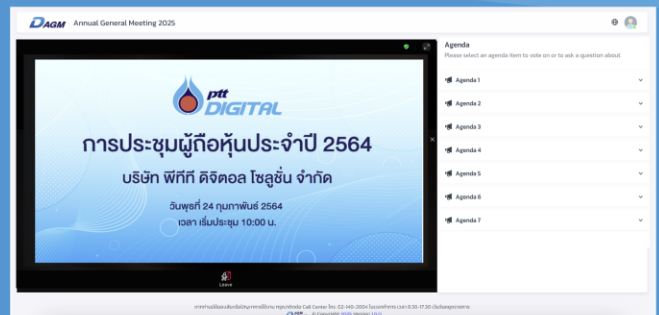
- 3 Click to 'Sign In' system has successfully achieved a quorum.



- 4 After successfully joining the meeting, you will reach the main page. Before viewing the live stream, click 'Allow' to enable microphone and camera access.



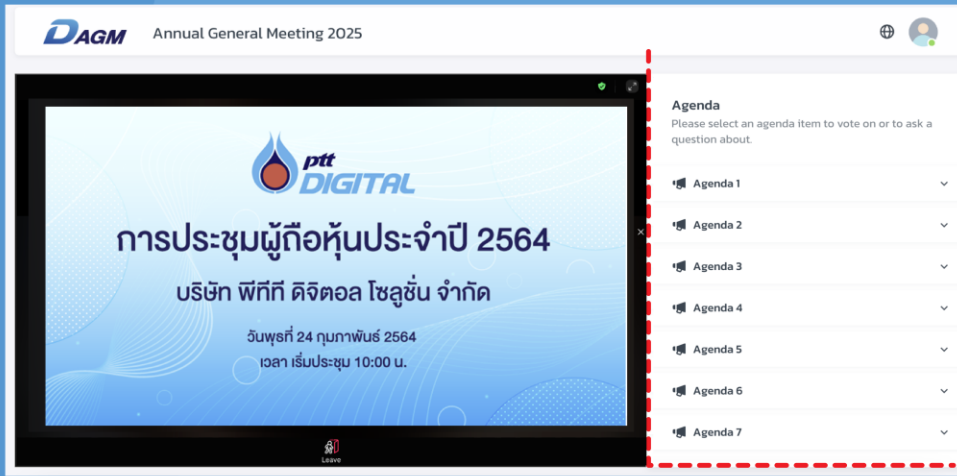
- 5 Display the live stream screen. Click 'Join meeting' to watch live.





Voting

After joining the meeting, the system will display a split-screen main interface as shown below.



Screen display the meeting live broadcast.

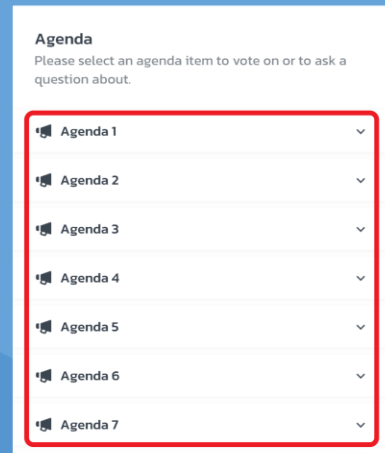
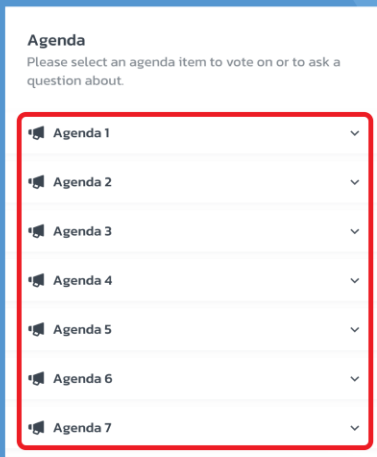
Screen display voting and question submission.

Voting

Voting results

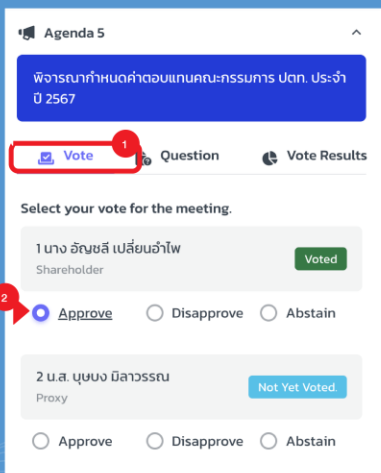
1 Select the meeting agenda

1 Select the meeting agenda



2 Click the 'Vote' tab and select your vote

2 After voting closes, participants can clicking the 'Results' tab.



Agenda 1

To acknowledge the 2023 performance statement and to approve the 2023 financial statements for the year ended December 31, 2023.

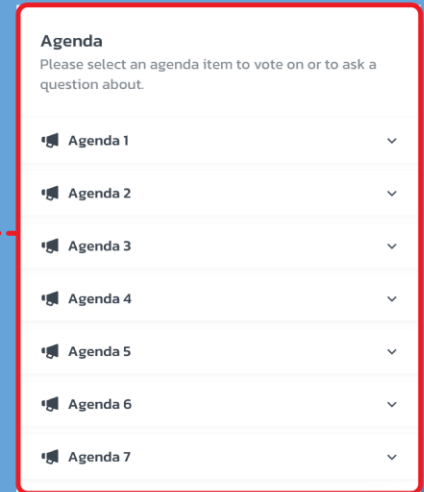
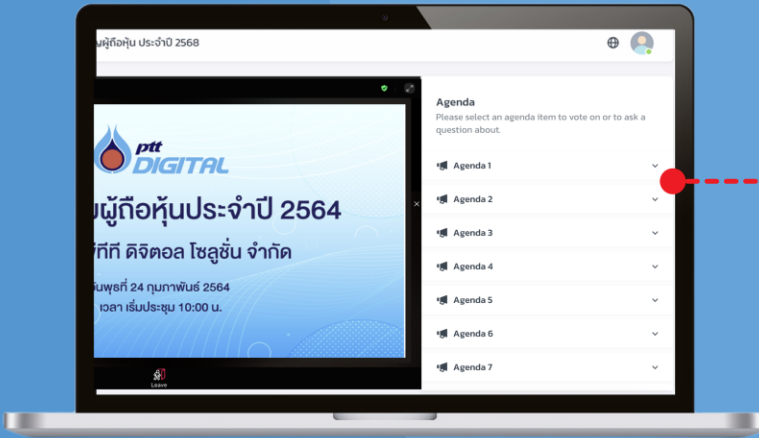
Vote Question **Vote Results**

TYPE OF VOTING	NUMBER OF VOTES CAST	PERCENTAGE OF VOTING
Approve	12,169,400	0.08
Disapprove	612,000	0.00
Abstain	14,598,895,312	99.91
Voided Ballot	0	

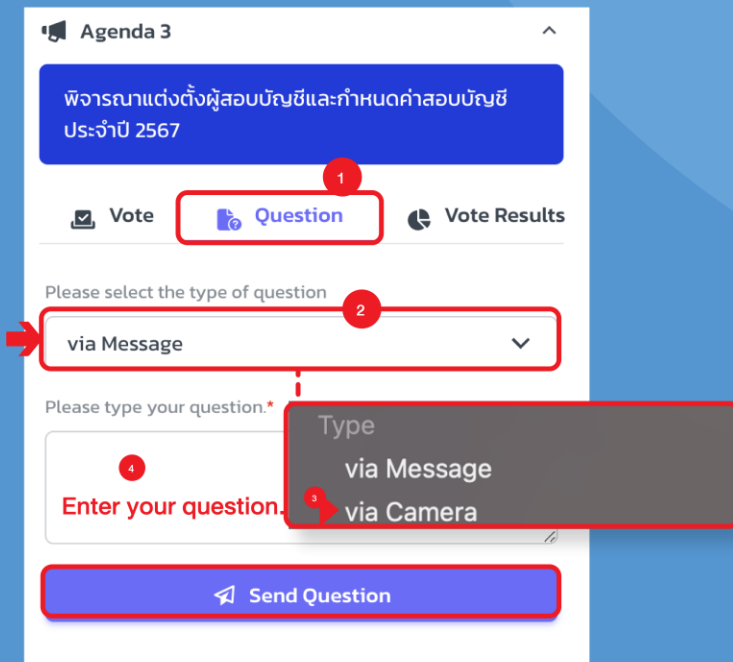


Questioning via Message

1 Select the meeting agenda



2 Click the 'Question' tab and select the question type



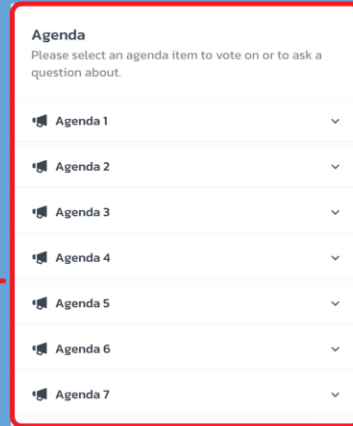
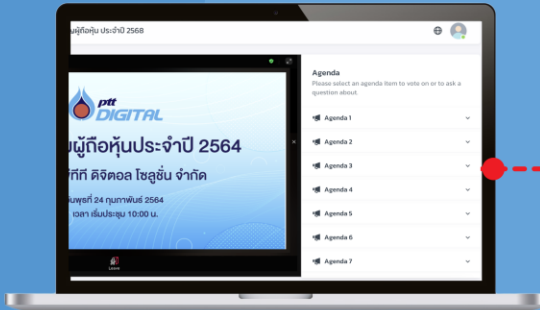
3 Once submitted, your question details will be displayed.



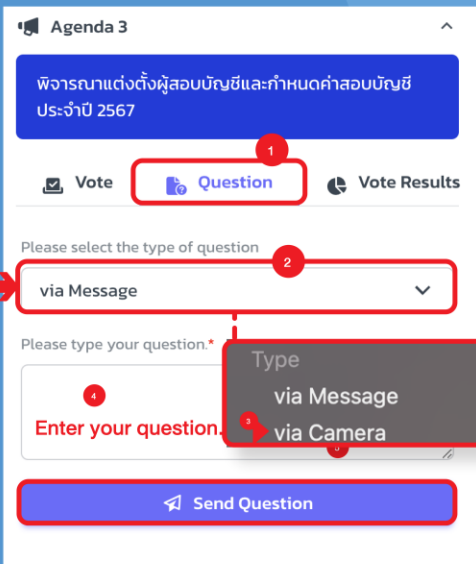


Questioning via Camera

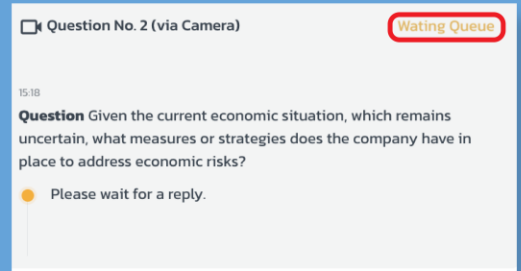
1 Select the meeting agenda



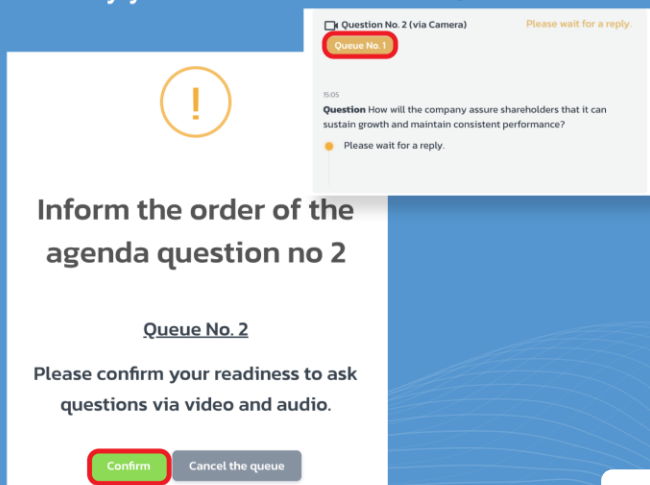
2 Click the 'Question' tab and select the question type



3 After submission, the system will display: 'Waiting Queue.'



4 Once staff assigns your queue, a pop-up will notify you with 'Confirm' and 'Queue number.'



5 When signaled to ask, press 'Unmute' and 'Start My Video' then begin your question.

