



BANG SAPHAN BARMILL PUBLIC COMPANY LIMITED

28/1 Prapawit Building, 8th Floor, Surasak Road, Silom, Bangrak, Bangkok 10500

8 April 2025

Re: Invitation to the Annual General Shareholders' Meeting 2025

To: Shareholders of Bangsaphan Barmill Public Company Limited

- Attachments:
1. Copy of the minutes of the 2024 Annual General Shareholders' Meeting held on 22 April 2024
 2. Annual Report 2024 (FORM 56-1 E One Report) in QR CODE format
 3. Profiles of persons nominated for appointment as directors replacing ones whose terms are due by rotation
 4. The Company's Articles of Association related to the Shareholders' Meeting
 5. Guidelines for attending the 2025 Annual General Shareholders' Meeting
 6. Instructions for attending the 2025 Annual General Shareholders' Meeting
 7. Registration form for attending the E-AGM via Electronic Meeting Platform
 8. Form for submission of questions in advance
 9. Proxy forms A, B and C as defined by Department of Business Development
 10. Profile of the independent director for proxy and qualifications of an Independent Director
 11. Map of the Meeting venue

According to the resolutions of the Board of Directors' Meeting No. 2/2025 held on 24 February 2025, the 2025 Annual General Shareholders' Meeting will be held on 28 April 2025 at 1:00 p.m. by conducting a Hybrid Meeting (Physical and E-AGM) at The Meet Up, 2nd Floor, SVL House Building, 35 Surasak Road, Silom, Bangrak, Bangkok. Registration at the meeting room will begin at 12:00 p.m., and E-AGM system registration will also be available from 12:00 p.m. onwards.

The meeting agenda is as follows:

Agenda 1: To adopt the minutes of the 2024 Annual General Shareholders' Meeting held on 22 April 2024

Objective and Rationale: To allow shareholders to consider and adopt the minutes of the 2024 Annual General Shareholders' Meeting held on April 22, 2024. The Company has prepared the said minutes and submitted them to the Stock Exchange of Thailand within the period required by law. The minutes have also been published on the Company's website. The details are as shown in the copy of the minutes enclosed as **Attachment No. 1**.

Board of Directors' Opinion: The Board of Directors has reviewed and confirmed that the minutes of the 2024 Annual General Shareholders' Meeting held on 22 April 2024 have been accurately recorded. The Board therefore proposes that the shareholders adopt the said minutes.

A copy of the minutes is enclosed as **Attachment No. 1**.

Agenda 2: To acknowledge the report of the Board of Directors on the Company's performance for the year 2024

Objective and Rationale: To inform shareholders about the Company's summary of operating results and significant changes during the past year, as detailed in the **Annual Report 2024 (Form 56-1 One Report)**, enclosed as **Attachment No. 2**.

Board of Directors' Opinion: The Board of Directors deems it appropriate to propose the Company's performance report for the year 2024, which includes the Company's operating results and significant changes during the year 2024, for the shareholders' acknowledgment.

The details are presented in the **Annual Report 2024 (Form 56-1 One Report)**, which has been delivered to shareholders along with this invitation, as **Attachment No. 2**.



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Agenda 3: To approve the financial statements for the year ended 31 December 2024

Objective and Rationale: Pursuant to Section 112 of the Public Limited Companies Act B.E. 2535 and the Company's Articles of Association, the Company must prepare a balance sheet and profit and loss statement at the end of the Company's accounting period (ending on December 31 of each year) to be proposed to the Annual General Shareholders' Meeting for approval. The Company therefore proposes the **statements of financial position and statement of comprehensive income for the year ended 31 December 2024**, which have been audited by the auditor and reviewed by the Audit Committee, to the meeting for approval.

Board of Directors' Opinion: As the **Financial Statements for the year ended 31 December 2024** have been audited by the independent auditor from E Y Office Limited and reviewed by the Audit Committee, the Board agrees to propose the Financial Statements for shareholders' approval. Below is a summary of the financial statements:

(Million Baht)

	Year 2024	Year 2023
Total Assets	1,688.4	1,946.6
Total Liabilities	15.7	128.2
Shareholders' Equity	1,672.7	1,818.5
Total Revenues	401.9	611.8
Total Expenses	550.9	674.7
Corporate Income Tax	7.1	(11.9)
Net Profit (Loss)	(145.8)	(48.2)
Earnings(Loss) per Share (Baht)	(0.130)	(0.043)

Details of the **Financial Statements** are included in the **Annual Report 2024 (Form 56-1 One Report)**, enclosed as **Attachment No. 2**.

Agenda 4: To approve the allocation of profit and non-payment of dividends for the year 2024

Objective and Rationale: The Company has a policy to pay dividends at a rate of not less than approximately 40-60% of net profit after tax and legal reserves, based mainly on financial statements. However, due to the Company's financial performance for 2024, where the Company recorded a net loss of THB 145.7 million, it is unable to pay dividends.

The Board's Opinion: According to the Company's performance for the year ended December 31, 2024 which the Company had the net loss of Baht 145.7 million or Baht (0.130) per share and has unappropriated retained earnings, the Board will propose to the Shareholders' Meeting on 28 April 2025 the no dividend payments.

Dividend Payments	Year 2024	Year 2023	Year 2022
Full-year Dividend (Baht per share)	Non-Dividend Payment	Non-Dividend Payment	0.02
1 Interim Dividend	-	-	0.02
2 Final Dividend	-	-	-
Dividend Amount (Million Baht)	-	-	22.42
Percentage of Net Profit (*)	-	-	1,778%



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**The Company's dividend payment policy is strictly based on maximum long-term benefits for shareholders. Details are as follows:*

- 1. The Company has a policy to regularly pay dividend at 40-60 percentage of annual net profit under conditions set by the laws.*
- 2. In case the Company needs large capital for business expansion, the Company may pay dividend lower than the rate mentioned above. On the other hand, if the Company does not need it, the Company may pay dividend higher than the rate mentioned above as deemed appropriate. Shareholders' long-term benefits are key factors in making decision on dividend payment.*

Agenda 5: To Consider the Election of the Company's Directors Replacing Those Whose Term Expired

Objective and Rationale:

According to the Public Limited Companies Act B.E. 2535, Section 112, and the Company's Articles of Association, one-third of the Company's directors must retire by rotation at the Annual General Shareholders' Meeting. At the 2025 Annual General Shareholders' Meeting, the following three directors are due to retire by rotation:

1. Mr. Charin Hansuebsai Chairman of the Board of Directors, Independent Director
2. Mr. Win Viriyaprapaikit Non-Executive Director, Member of the Nomination and Remuneration Committee
3. Mr. Tawat Polquamdee Independent Director, Chairman of the Risk Management and Sustainable Development Committee, and Member of the Audit and Corporate Governance Committee

Board of Directors' Opinion:

In accordance with Article 20 of the Company's Articles of Association, one-third of the directors must retire by rotation at the Annual General Shareholders' Meeting. The Board of Directors, excluding those with vested interests, has considered and agreed with the Nomination and Remuneration Committee's recommendation that all three retiring directors have the knowledge, competence, expertise, and experience relevant to the Company's Board diversity. Their leadership and vision align with the Company's direction, and their performance in their previous terms has been highly satisfactory. Although Mr. Charin Hansuebsai and Mr. Tawat Polquamdee have served as independent directors for more than nine years, the Board considers their qualifications, independence, and experience to be beneficial to stakeholders and value-adding to the Company. Their reappointment as independent directors is therefore deemed appropriate.

The Company also emphasizes good corporate governance and treats all shareholders equally. Shareholders were given the opportunity to propose agenda items and nominate qualified persons for directorship prior to the AGM, in line with the criteria disclosed by the Company. However, no shareholders nominated any candidates.

The nomination process follows the guidelines detailed in the "Corporate Governance Structure" section of the Annual Report 2024 (Form 56-1 One Report), enclosed as **Attachment No. 2**.

Profiles of the three nominated directors are enclosed as **Attachment No. 3**.

Agenda 6: To appoint the auditor and determine the audit fee for 2025

Objective and Rationale: Pursuant to Section 120 of the Public Limited Companies Act B.E. 2535 and the Company's Articles of Association, the Annual General Shareholders' Meeting must appoint an auditor and determine the audit fee for the upcoming fiscal year.

Board of Directors' Opinion: Following the recommendation of the Audit Committee, the Board proposes that the shareholders approve the appointment of **E Y Office Limited** as the Company's external auditor for the fiscal year 2025. The proposed auditors are:

- Ms. Kertsiri Karnchanaprakasit (CPA License No. 6014), or



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- Ms. Orawan Techawatasirikul (CPA License No. 4807), or
- Ms. Naraya Srisukh (CPA License No. 9188), or
- Ms. Yuchira Tuaton (CPA License No. 10725)

The audit fee for the fiscal year 2025 is proposed at an amount not exceeding **THB 1,290,000**.

The proposed auditors have no relationship or conflict of interest with the Company, major shareholders, management, or any related persons.

Auditors and Remunerations	2025 (Proposed)	2024	2023
Office	E Y	E Y	E Y
Audit Report signed by	Ms. Kertsiri Karnchanaprakasit (1st year)	Mrs. Chonlaros Suntiasvaraporn (3rd year)	Mrs. Chonlaros Suntiasvaraporn (2nd year)
Audit Fee (Baht/year)	1,290,000	1,290,000	1,290,000
Other expenses (Baht/year)	Per Actual	5,086	5,292

Agenda 7: To Approve the Directors' Remuneration for 2025

Objective and Rationale:

To seek approval from the shareholders for the directors' remuneration for the year 2025. The Company has established a remuneration policy for directors covering both monetary and other forms of compensation, considering suitability, duties and responsibilities assigned, performance, expected benefits from the directors, and comparison with listed companies in the Stock Exchange of Thailand in similar industries and of comparable size. The remuneration is aimed to be appropriate and sufficient to retain and motivate directors to work efficiently toward achieving the Company's goals, with a transparent process that builds confidence among shareholders.

The Nomination and Remuneration Committee is assigned to review and propose suitable remuneration to the Board of Directors for consideration before proposing to the shareholders for approval annually.

Board of Directors' Opinion:

At the 2024 Annual General Shareholders' Meeting held on 22 April 2024, the meeting approved the following monthly remuneration:

- Chairman of the Board: THB 30,000
- Chairman of the Audit Committee: THB 30,000
- Other directors (per person): THB 25,000

Additionally, it was approved that two directors with increased responsibilities and significant dedication to the Company be compensated as follows:

- Mr. Fang Jin-Long: THB 60,000 per month
- Mr. Anuwat Chaikittivanich: THB 32,000 per month

For the 2025 fiscal year, in compliance with good corporate governance, and based on the review by the Nomination and Remuneration Committee, the Board of Directors has considered and agreed to review directors' remuneration annually. This year's review is based on the criteria that remuneration should be appropriate and consistent with the duties and responsibilities of each director and comparable with companies in the same industry. Therefore, it is deemed appropriate to propose the following remuneration for 2025:



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- Chairman of the Board: THB 30,000 per month
- Chairman of the Audit and Corporate Governance Committee: THB 30,000 per month
- Other directors: THB 25,000 per person per month

Additionally, two directors with increased responsibilities and significant contribution of time will receive the following monthly remuneration for the year 2025:

- Mr. Fang Jin-Long: THB 60,000 per month
- Mr. Anuwat Chaikittivanich: THB 32,000 per month

However, some directors have voluntarily expressed their intention to waive their rights to receive remuneration. This does not affect the operations or the remuneration structure of the other directors.

Table Illustration for Director Remunerations during the year 2023-2025

(Baht)	Monthly Payment, Year 2025	Monthly Payment, Year 2024	Monthly Payment, Year 2023
Chairman of the Board	30,000	30,000	30,000
Chairman of the Audit Committee	30,000	30,000	30,000
Other directors (each)	25,000	25,000	25,000
Directors with additional payment			
1. Mr. Fang, Jin – Long	60,000	60,000	60,000
2. Mr. Anuwat Chaikittivanich	32,000	32,000	32,000
Bonus	None	None	0.5% of dividend for the year 2022 = Baht 112,117.50
Other compensation	-	-	-

Agenda 8: Other Business (if any)

We would like to invite all shareholders to attend the 2025 Annual General Shareholders' Meeting to be held on 28 April 2025 at 1:00 p.m. in the form of a Hybrid Meeting (Physical and E-AGM). The Company has fixed the record date for determining the shareholders entitled to attend the 2025 AGM as 17 March 2025.

Shareholders may grant proxy to the independent director proposed by the Company, whose profile is provided in Attachment 10. If you wish to appoint another person to attend the meeting and vote on your behalf, please complete and sign the proxy form enclosed with this invitation.

We kindly request that shareholders submit the completed proxy form together with the required supporting documents to the Company in advance, so that the Company receives them by 23 April 2025.

Sincerely,

Bangsaphan Barmill Public Company Limited

(Mr. Surakit Thantananont)

Company Secretary

Under the Board's Assignment



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(Attachment No.3)

Profiles of persons nominated for appointment as directors replacing ones whose terms are due by rotation



1. Mr. Charin Hansuebsai

Age	80 years
Position	Chairman of The Board of Directors, Independent Director
Appointment Date	19 July 2004
Tenure	20 Years
Shareholding Equity	None
Family Relation among Management:	None
Education	Master's Degree in Business Administration, University of Wisconsin – Madison, U.S.A. Bachelor's Degree in Political Science (Second honors), Chulalongkorn University High-level Executive Certificate, Class 18, Office of the Civil Service Commission Certificate of Government Organization Management and Laws, Class 2, King Prajadhipok's Institute
Director Training Program	Certificate, Director Accreditation Program (DAP Class 26/2004), IOD Certificate, Director Certification Program (DCP Class 101/2008), IOD Ethical Leadership Program (ELP Class 26/2022), IOD Role of the chairman Program (RCP Class 54/2023), IOD
Work Experience	2018 – Present Chairman of Board of Directors, Sahaviriya Plate Mill Plc. 2005 – 2007 Director, International Institute for Trade and Development 2003 – 2007 Associate Judge, Central Intellectual Property and International Trade Court
Other position	Listed Companies : None Non Listed Companies : Sahaviriya Plate Mill Plc. Other organizations that may- : None cause any conflict of interest
The Attendance in year 2024	1. The Board of Director Meeting 12/12 times 2. The Annual General Shareholders' Meeting 1/1 time 3. The Non-Executive Directors Meeting 1/1 time

Criminal offense record during the past 10 years: None

Conflict / No conflict of Interest in all agenda of the Shareholder's Meeting year 2025:

- Director who retires by expiration of service term and will be noted as conflict of interest on agenda of director election.



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2. Mr. Win Viriyaprapaikit

Age	54 year
Position	Non-Executive Director ,member of the Nomination and Remuneration Committee
Appointment Date	27 September 2010
Tenure	14 years
Shareholding Equity	0.0000044% (50 shares)
Family Relation among Management:	None
Education	-Master of Business Administration, SASIN, Chulalongkorn University -Bachelor of Industrial Engineer, Keio University, Tokyo, Japan
Director Training Program	-Directors' Certification Program (DCP Class 100/2008), IOD -The Role of the Chairman Program (RCP Class 20/2008), IOD -Capital Market Academy Leadership Program (CMA Class 5), CMA
Work Experience	2018 – Present Director, Sahaviriya Plate Mill Plc. 2005 – Present Director Prapawit Building Property Co., Ltd. 2002 – Present Director and Chairman of Executive director West Coast Engineering Co., Ltd. 1999 – Present Director and Chairman of Executive director Prachuap port Co., Ltd. 1999 – Present Director, Sahaviriya Steel Industries Plc.
Other position	Listed Companies : None Non Listed Companies : Sahaviriya Steel Industries Plc. : Sahaviriya Plate Mill Plc : Prapawit Building Property Co., Ltd. : West Coast Engineering Co., Ltd. : Prachuap port Co., Ltd. Other organizations that may-: None cause any conflict of interest



The Attendance in year 2024	1. The Board of Director Meeting	12/12 times
	2. The Nomination and Remuneration Committee	2/2 times
	3. The Annual General Shareholders' Meeting	1/1 time
	4. The Non-Executive Directors Meeting	1/1 time

Criminal offense record during the past 10 years: None

Conflict / No conflict of Interest in all agenda of the Shareholder's Meeting year 2025:

- Director who retires by expiration of service term and will be noted as conflict of interest on agenda of director election.



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3. Mr. Tawat Polquamdee



Age	68 years
Position	Independent Director, Chairman of the Risk Management and Sustainable Development Committee and member of the Audit and Corporate Governance Committee
Appointment Date	28 August 2017
Tenure	7 Years
Shareholding Equity	None
Family Relation among Management:	None
Education	Master Degree in Public Administration, Chulalongkorn University Bachelor Degree in Mining Engineering, Prince of Songkla University
Director Training Program	Director Certification Program (DCP Class 234/2017), IOD Role of the Chairman Program (RCP Class 43/2018), IOD Financial Statements for Directors (FSD Class 41/2020), IOD Ethical Leadership Program (ELP Class 26/2022), IOD Risk Management Program for Corporate Leaders (RCL Class 29/2022), IOD
Work Experience	2023 – Present Managing Director Nava Logistic Services Co.,Ltd. 2023 – Present Director West Coast Engineering Co.,Ltd. 2017- 2022 Executive Director Precise Corporation Plc. 2017- 2022 Chairman Precise Smart Life Co., Ltd. 2015 - 2016 Secretary General, Industrial Standard Organization, Ministry of Industries
Other position	Listed Companies : None Non Listed Companies : Nava Logistic Services Co.,Ltd. : West Coast Engineering Co.,Ltd Other organizations that may-: None cause any conflict of interest
The Attendance in year 2024	1. The Board of Directors Meeting 12/12 times 2. The Risk Management and Sustainable Development Committee Meeting 2/2 times 3. The Audit and Corporate Governance Committee 5/5 times 4. The Annual General Meeting of Shareholders 1/1 time 5. The Non-Executive Directors Meeting 1/1 time
Criminal offense record during the past 10 years:	None

Conflict / No conflict of Interest in all agenda of the Shareholder's Meeting year 2025:

- Director who retires by expiration of service term and will be noted as conflict of interest on agenda of director election.



Articles of Association of the Company – Relating to Shareholders’ Meeting

Clause 37. The Board of Directors shall hold an Annual General Shareholders’ Meeting within 4 months after fiscal year end.

All other Shareholders’ Meetings apart from above are called extraordinary meeting.

The Board of Directors may summon an extraordinary meeting at any time it deems appropriate, or the shareholders holding not less than one-fifth of the share sold, or not less than 25 shareholders holding not less than one-tenth of the share sold, may at any time put their names requesting the Board for an extraordinary meeting, with clearly stating reason in that request. In such event, the Board shall arrange a Shareholders’ Meeting within 1 month from the date of such request receipt.

Clause 38. To summon a Shareholders’ Meeting, the Board shall prepare a notice thereof specific place, date and time, agenda and appropriate matters for the meeting by clearly stating those matters proposed for acknowledgement, approval or consideration, including the Board’s comments or opinions. Such notice shall be sent to the shareholders no later than 7 days prior to the meeting date, and published in the newspaper for 3 consecutive days and not later than three 3 days prior to the meeting date.

Clause 39. Proxy of the shareholders is accepted for the meeting. One of the proxy forms in comply with regulations is needed and shall be delivered to the Chairman or an authorized person at the place of meeting, and before the proxy attends the meeting.

Clause 40. Not less than 25 shareholders including proxies (if any) or not less than one-half of the total shareholders and with total holdings not less than one-third of the aggregate of the share sold must present at the Shareholders’ Meeting to form a quorum. If any of the Shareholders’ Meeting is delayed by one hour and the quorum does not present as described, the meeting, if summon upon the request of shareholders, shall be dissolved. If such meeting had not been summoned upon request of the shareholders, another meeting shall be summoned and a notice of such meeting shall be sent to the shareholders not less than 7 days prior to the meeting date. No quorum shall be deemed necessary for the latter meeting.

Clause 41. The Chairman shall preside as Chairman of the meeting. If the Chairman is not in the meeting half an hour after the meeting time, the Vice-Chairman shall preside as Chairman of the meeting. If there is no Vice-Chairman or the Vice-Chairman is unable to perform his duties, the shareholders in the meeting shall elect one person to act as a Chairman.

Clause 42. In voting of the shareholders, one share shall count as one vote. A resolution of the Shareholders’ Meeting consists of the following votes;

- (1) An ordinary resolution is passed by a majority votes from shareholders present in the meeting and entitled to vote. In case of an equality of votes, the Chairman of the meeting shall entitle to a casting vote.
- (2) The following transactions will require a resolution passed by not less than a three-quarter vote of the shareholders present in the meeting and are entitled to vote;
 - a. Sales or transfer of the whole or integral parts of the Company’s business to other parties.
 - b. Purchase or acceptance of transfer by the Company of the business of another limited company or a private company.
 - c. Execution, amendment or termination of a contract related to the lease of the whole or a substantial part of the Company’s business or the appointment of a third party to manage the business of the Company, or merge the business of the Company with that of another, for the purpose of profit or loss sharing.
 - d. Increase or reduction of the Company’s share capital or issuance of debentures.
 - e. Amalgamation or liquidation of the Company.

Clause 43. The activities that should be transacted at an Annual General Meeting include;



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- (1) Acknowledgement of the Annual Report of the Board of Directors showing the Company's performance in the preceding year.
- (2) Consideration and approval of the balance sheets and profit and loss statements
- (3) Consideration of appropriation of profits.
- (4) Election of directors to replace those retiring by rotation.
- (5) Appointment of auditors and fixing of their remunerations.
- (6) Any other business.



Guidelines for attending the 2025 Annual General Shareholders' Meeting

For the convenience of shareholders, the Company will hold the Annual General Shareholders' Meeting in a hybrid format. Shareholders may choose to attend the meeting through either of the following two channels:

- Attend the meeting at the "Meet Up" meeting room, 2nd floor, SVL House Building; or
- Attend the meeting via electronic means (E-AGM).

➤ **Method of attending the meeting at the "Meet Up" meeting room, 2nd floor, SVL House Building**

Documents Required for Attending

1. Individual

- 1.1. In case of a shareholder presents itself, identification card of the shareholder or other identification document issued by government with the shareholder's photo; driving license for example
- 1.2. In case of proxy
 - a. A completed proxy document (herewith enclosed form only) with signature of shareholder's and proxy holder's
 - b. Identification document of shareholder's as described in 1.1 with verifying true copy
 - c. Identification document of proxy holder's, in comply with document in 1.1

2. Juristic Person

- 2.1. In case of a shareholder's authorized directors present themselves
 - a. Identification document of the authorized directors in comply with document in 1.1
 - b. Copy of corporate affidavit with authorization clause to verify those authorized directors, with verified true copy
- 2.2. In case of proxy
 - a. A completed proxy document (herewith enclosed form only) with signature of shareholder's and proxy holder's
 - b. Copy (with verifying true) of corporate affidavit with authorization clause to verify those authorized directors who sign on proxy document
 - c. Identification document of proxy holder's in comply with document in 1.1

3. Foreigner or Juristic Person registered outside Thailand can apply the same instructions as in 1. or 2., but it shall also include the additional instructions below:
 - a) All document as described in 1. or 2. shall be issued by Government of the shareholder's or proxy holder's country, otherwise it shall be issued by the juristic person's authorized person(s) with its name, condition and limitation of its authorization clause, and its head quarter address.
 - b) All documents in any other language than English or Thai shall be enclosed English or Thai translation copy with verified true copy.

Note: For the documents that must be presented by shareholders or their proxies to attend the meeting, the Company will not request any additional documents other than those mentioned above.

No souvenirs will be distributed in order to align with the guidelines promoted by regulatory authorities, which encourage the reduction or discontinuation of souvenir giveaways at shareholders' meetings.

➤ **Method of attending the meeting via electronic means (E-AGM)**



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Bangsaphan Barmill Public Company Limited "the Company" would like to inform you of the following guideline for attending the Annual General Meeting of shareholders for the year 2025 in via Electronic Media (E-AGM) as follows:

Requesting to attend the meeting via electronic media(E-AGM) by Email or postal

1. Please fill in the document requesting to attend the meeting via electronic media (E-AGM) (Attachment 7) by specifying your Email and your mobile phone number clearly for registering for the meeting.

2. Attach a copy of proof of identity to confirm the right to attend the meeting via electronic media (E-AGM).

2.1 Individual

2.1.1 In case of a shareholder presents itself, identification card of the shareholder or other identification document issued by government with the shareholder's photo; driving license for example

2.1.2. In case of proxy

a) A completed proxy document (herewith enclosed form only) with signature of shareholder's and proxy holder's

b) Identification document of shareholder's as described in 2.1.1 with verifying true copy

c) Identification document of proxy holder's, in comply with document in 2.1.1

2.2 Juristic Person

2.2.1 In case of a shareholder's authorized directors present themselves

a. Identification document of the authorized directors in comply with document in 2.1.1

b. Copy of corporate affidavit with authorization clause to verify those authorized directors, with verified true copy

2.2.2 In case of proxy

a) A completed proxy document (herewith enclosed form only) with signature of shareholder's and proxy holder's

b) Copy (with verifying true) of corporate affidavit with authorization clause to verify those authorized directors who sign on proxy document

c) Identification document of proxy holder's in comply with document in 2.1.1

2.3 Foreigner or Juristic Person registered outside Thailand can apply the same instructions as in 2.1 or 2.2, but it shall also include the additional instructions below:

a) All document as described in 2.1 or 2.2 shall be issued by Government of the shareholder's or proxy holder's country, otherwise it shall be issued by the juristic person's authorized person(s) with its name, condition and limitation of its authorization clause, and its head quarter address.

b) All documents in any other language than English or Thai shall be enclosed English or Thai translation copy with verified true copy.

3. Submit the documents requesting to attend the meeting via electronic media (item 1) and proof of identity together with supporting documents (item 2) by sending to the Company within 23 April 2025.

- Email : surakit@bsbm.co.th
- Postal : Company Secretary



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Tel: 02-6300590-5

Electronic Meeting Attendance (E-AGM):

1. Once the shareholders or proxies wish to attend the meeting and have been fully verified, you will receive an Email from the meeting organizer, a link for attending the meeting, and a system's user manual two days before the meeting date. Please study the manual on how to use the meeting via electronic media (E-AGM) system in detail. If you haven't received the Email within 25 April 2025, please get in touch with the Company immediately.

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

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

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

3. The system will open for meetings 60 minutes before the start of the meeting. However, the live broadcast will only start at the time of the meeting.

4. To log in, attendees must use the information of the shareholder registration number and the shareholder's ID card number.

5. Voting through the E-Voting system, you will be able to vote for each agenda only by voting for agreeing, disagreeing, or abstaining. In case of not voting in any agenda, the system will be deemed to vote as agree immediately (using the vote-counting method by pouring votes towards agreeing).

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

Submitting questions in advance

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

1. Send questions in advance to the Company before the meeting date through the following channels:

- Email : surakit@bsbm.co.th



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28/1 Prapawit Building, 8th Floor, Surasak Road, Silom, Bangrak, Bangkok 10500

- Postal : Company Secretary

Bangsaphan Barmill Public Company Limited

28/1 Fl. 8 Prapawit Bldg. , Surasak Rd. , Silom , Bangrak , Bangkok 10500

Tel: 02-6300590-5

2. Submit questions during the meeting to those attending the E-AGM meeting. The attendee must specify his/her first and last name and state whether his/her is a shareholder attending the meeting himself/herself or a proxy. Before every suggestion or question is submitted, the Company has opened channels for sending advice and questions during the meeting as follows:

- Chat channel for text messages;
- An audio chat channel where attendees press the raising hand button and turn on the microphone on their device after the operator sends you an invitation to chat. Please turn off the microphone after the conversation is finished every time (For more details, please refer to the user manual sent to the attendees' Emails).

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

1. Regarding submitting documents confirming identity to attend the shareholders' meeting via E-Meeting, please contact the Company Secretary for further information via the Company's contact channels as detailed above.

2. Regarding the process of attending the meeting and voting via E-Meeting, in the case of correct and complete identity verification, please contact OJ International Co., Ltd. at the phone number specified in the Email that sends you the system's user manual.



BANG SAPHAN BARMILL PUBLIC COMPANY LIMITED

28/1 Prapawit Building, 8th Floor, Surasak Road, Silom, Bangrak, Bangkok 10500

(Attachment No.7)

Registration form for attending the E-AGM through Electronic Meeting Platform(E-AGM)

Written at.....

Date Month.....Year 2025

I/We,..... Nationality.....

Residing at No..... Road.....Subdistrict.....

District..... Province..... Postal Code.....

Mobile Phone.....

Shareholder registration number.....As a shareholder of Bangsaphan Barmill Public Company Limited, holding a total number of.....shares.

I hereby confirm my attendance and vote at the 2025 Annual General Meeting of Shareholders On Monday April 28, 2025 at 1:00 p.m. via Hybrid Meeting (Physical and E-AGM)by

Attend the E-AGM by myself and request the Company to send the link to E-mail.....

Appoint the proxy, Mr./ Mrs./ MissMobile Phone.....

to attend the E- AGM and request the Company to send the link to E-mail.....

Signed..... Shareholder

(.....)

Signed..... Proxy

(.....)

Remark:

Register via sending this form to the Company or scanning or taking photos and send them to Email: surakit@bsbm.co.th within 23 April 2025



BANG SAPHAN BARMILL PUBLIC COMPANY LIMITED

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(Attachment No.9)

Proxy Form A (General and simple form)

As the Guideline of the Department of Business Development, for Standard Form of Proxy (Edition No.5)
B.E. 2550

Written

at.....

Date.....Month.....Year 2025

(1) I/We.....Nationality.....

Residing at No., Road.....,
Tambol/Kwaeng(Subdistrict).....
Amphur/Khet(District)....., Province.....,
Postcode.....

(2) Being a shareholder of **Bangsaphan Barmill Public Company Limited**

Holding the total amount of.....shares and have the voting right equal to.....votes as follows;
Ordinary share:shares with the voting right equal to.....votes
Preferred share:shares with the voting right equal to.....votes

(3) Hereby appoint

1.Age.....yea
rs
Residing at No., Road.....,
Tambol/Kwaeng(Subdistrict).....
Amphur/Khet(District)....., Province.....,
Postcode.....

2.Age.....ye
ars
Residing at No., Road.....,
Tambol/Kwaeng(Subdistrict).....
Amphur/Khet(District)....., Province.....,
Postcode.....

3.Age.....ye
ars
Residing at No., Road.....,
Tambol/Kwaeng(Subdistrict).....
Amphur/Khet(District)....., Province.....,
Postcode.....

As only one person to be my /our proxy to attend and vote on my/our behalf at the 2025 Annual General Shareholders' Meeting on 28 April 2025, at 1:00 pm., The Meet up Fl.2 SVL House Bldg. 35 Surasak Rd., Silom, Bangrak, Bangkok by conducting the Meeting via Hybrid Meeting (Physical and E-AGM) or the date, time, and place as may be adjourned.

Any act executed by the proxy holder in the meeting shall be deemed as being done by myself/ourselves in all respects.

Signed _____ Proxy Grantor



BANG SAPHAN BARMILL PUBLIC COMPANY LIMITED

28/1 Prapawit Building, 8th Floor, Surasak Road, Silom, Bangrak, Bangkok 10500

(_____)

Signed _____ Proxy Holder

(_____)

Signed _____ Proxy Holder

(_____)

Signed _____ Proxy Holder

(_____)

Remark: The shareholder appointing proxy must authorize only one proxy holder to attend and vote in the meeting and may not split the shares to many proxies in splitting votes.

Proxy Form B (Specific Requirement Applicable to Items in Proxy)

As the Guideline of the Department of Business Development, for Standard Form of Proxy (Edition No.5) B.E. 2550

Written

at.....

Date.....Month.....Year 2025

(1) I/We.....Nationality.....
.....

Residing at No., Road.....,
Tambol/Kwaeng(Subdistrict).....
Amphur/Khet(District)....., Province.....,
Postcode.....

(2) Being a shareholder of **Bangsaphan Barmill Public Company Limited**

Holding the total amount of.....shares and have the voting right equal to.....votes as follows;
Ordinary share:shares with the voting right equal to.....votes
Preferred share:shares with the voting right equal to.....votes

(3) Hereby appoint

1.Age.....yea
rs

Residing at No., Road.....,
Tambol/Kwaeng(Subdistrict).....
Amphur/Khet(District)....., Province.....,
Postcode.....

2.Age.....ye
ars

Residing at No., Road.....,
Tambol/Kwaeng(Subdistrict).....
Amphur/Khet(District)....., Province.....,
Postcode.....



BANG SAPHAN BARMILL PUBLIC COMPANY LIMITED

28/1 Prapawit Building, 8th Floor, Surasak Road, Silom, Bangrak, Bangkok 10500

3.Age.....ye
ars
Residing at No., Road.....,
Tambol/Kwaeng(Subdistrict).....
Amphur/Khet(District)....., Province.....,
Postcode.....

4. Mr. Komkris Prachakris - Independent Director, Chairman of the Audit and Corporate Governance Committee, the Risk Management and Sustainable Development Committee and member of the Nomination and Remuneration Committee Age 60 Years Residing at No. 88/291 Moo.4 Kratumlom, Sampran, Nakornpatom

As only one person to be my /our proxy to attend and vote on my/our behalf at the 2025 Annual General Shareholders' Meeting on 28 April 2025, at 1:00 pm., The Meet up Fl.2 SVL House Bldg. 35 Surasak Rd., Silom, Bangrak, Bangkok by conducting the Meeting via Hybrid Meeting (Physical and E-AGM) or the date, time, and place as may be adjourned.

(4) I/We hereby authorize the proxy holder to vote on my/our behalf in the meeting as follows;

1. Agenda 1: To Acknowledge the Minutes of the Annual General Shareholders' Meeting 2024 held on 22 April 2024
 (a) The proxy holder is entitled to consider and vote on my behalf as deem appropriate in all respects.
 (b) The proxy holder is entitled to vote at my/our own desire as follows;
 Agree Disagree Abstain
2. Agenda 2: To Acknowledge the Company's Performance and the Board of Directors' Report for the year 2024
3. Agenda 3: To Approve the Financial Statements for the Year Ended 31 December 2024
 (a) The proxy holder is entitled to consider and vote on my behalf as deem appropriate in all respects.
 (b) The proxy holder is entitled to vote at my/our own desire as follows;
 Agree Disagree Abstain
4. Agenda 4: To Approve the Company's Profit Appropriation for the Year 2024 and Non-dividend Payment
 (a) The proxy holder is entitled to consider and vote on my behalf as deem appropriate in all respects.
 (b) The proxy holder is entitled to vote at my/our own desire as follows;
 Agree Disagree Abstain
5. Agenda 5: To Consider the Election of the Company's Directors Replacing Those Whose Term Expired.
 (a) The proxy holder is entitled to consider and vote on my behalf as deem appropriate in all respects.
 (b) The proxy holder is entitled to vote at my/our own desire as follows;
 To elect all nominated persons as directors
 Agree Disagree Abstain

 To elect an individual nominated person as a director
1. Director's Name: Mr. Charin Hansuebsai
 Agree Disagree Abstain
2. Director's Name: Mr. Win Viriyaprapaikit
 Agree Disagree Abstain
3. Director's Name: Mr. Tawat Polquamdee
 Agree Disagree Abstain
6. Agenda 6: To Appoint the Auditor and Fix Its Remuneration for the Year 2025
 (a) The proxy holder is entitled to consider and vote on my behalf as deem appropriate in all respects.
 (b) The proxy holder is entitled to vote at my/our own desire as follows;
 Agree Disagree Abstain
7. Agenda 7: To Set Remuneration for the Company's Director
 (a) The proxy holder is entitled to consider and vote on my behalf as deem appropriate in all respects.
 (b) The proxy holder is entitled to vote at my/our own desire as follows;
 Agree Disagree Abstain



BANG SAPHAN BARMILL PUBLIC COMPANY LIMITED

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- (5) Any vote casting of the proxy holder in any agenda which is not in accordance with those specified in the proxy shall be deemed invalid and not counting as my/our vote casting as a shareholder.
- (6) If I/we do not specify or clearly specify my/our intention to vote in any agenda, or in the event of the meeting shall consider or pass resolutions in any matter other than those specified above including any amendment or modification of any fact, the proxy holder shall be authorized to consider and vote on my/our behalf as he/she deems appropriate.

Any act executed by the proxy holder in the meeting shall, unless the proxy holder did not cast the votes as specified herein, be deemed as being done by myself/ourselves in all respects.

Signed _____ Proxy Grantor

(_____)

Signed _____ Proxy Holder

(_____)

Signed _____ Proxy Holder

(_____)

Signed _____ Proxy Holder

(_____)

Remarks

- 1. The shareholder appointing proxy must authorize only one proxy holder to attend and vote in the meeting and may not split the shares to many proxies in splitting votes.
- 2. The shareholder shall grant proxy only equal to the amount of shares stated in (2) and cannot partially grant proxy for less than the amount stated in (2).
- 3. In case there is any other agenda to be considered in addition to those specified in the above mentioned, the proxy grantor may additionally specify such agenda in the Supplement Proxy Form as attached hereto.

The Supplement Proxy Form B

The proxy is granted by a shareholder of **Bangsaphan Barmill Public Company Limited**.

For the 2025 Annual General Shareholders' Meeting on 28 April 2025 at 1:00 pm., at The Meet up Fl.2 SVL House Bldg. 35 Surasak Rd., Silom, Bangrak, Bangkok by conducting the Meeting via Hybrid Meeting (Physical and E-AGM) or the date, time, and place as may be adjourned.

[] Agenda___:

Subject:_____

[] (a) The proxy holder is entitled to consider and vote on my behalf as deem appropriate in all respects.

[] (b) The proxy holder is entitled to vote at my/our own desire as follows;

[] Agree

[] Disagree

[] Abstain



BANG SAPHAN BARMILL PUBLIC COMPANY LIMITED

28/1 Prapawit Building, 8th Floor, Surasak Road, Silom, Bangrak, Bangkok 10500

- [] Agenda____:
Subject:_____
- [] (a) The proxy holder is entitled to consider and vote on my behalf as deem appropriate in all respects.
- [] (b) The proxy holder is entitled to vote at my/our own desire as follows;
[] Agree [] Disagree [] Abstain
- [] Agenda____:
Subject:_____
- [] (a) The proxy holder is entitled to consider and vote on my behalf as deem appropriate in all respects.
- [] (b) The proxy holder is entitled to vote at my/our own desire as follows;
[] Agree [] Disagree [] Abstain
- [] Agenda____:
Subject:_____
- [] (a) The proxy holder is entitled to consider and vote on my behalf as deem appropriate in all respects.
- [] (b) The proxy holder is entitled to vote at my/our own desire as follows;
[] Agree [] Disagree [] Abstain
- [] Agenda____: Subject: Appointment of Directors (Continued)
- Director's Name:_____
- [] Agree [] Disagree [] Abstain
- Director's Name:_____
- [] Agree [] Disagree [] Abstain
- Director's Name:_____
- [] Agree [] Disagree [] Abstain
- Director's Name:_____
- [] Agree [] Disagree [] Abstain
- Director's Name:_____
- [] Agree [] Disagree [] Abstain



BANG SAPHAN BARMILL PUBLIC COMPANY LIMITED

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Proxy Form C

(Only used for foreign shareholder who has appointed Thai Custodian to be his/her/its trustee.)
As the Guideline of the Department of Business Development, for Standard Form of Proxy B.E. 2550

Written

at.....

Date.....Month.....Year 2025

(1)
I/We.....Nationality.....

Residing at No., Road.....,
Tambol/Kwaeng(Subdistrict).....
Amphur/Khet(District)....., Province.....,
Postcode.....

Being a Custodian

for.....

Who is a shareholder of **Bangsaphan Barmill Public Company Limited**

Holding the total amount of.....shares and have the voting right equal to.....votes as follows;

Ordinary share:shares with the voting right equal to.....votes

Preferred share:shares with the voting right equal to.....votes

(2) Hereby appoint

1.Age.....yea

rs

Residing at No., Road.....,
Tambol/Kwaeng(Subdistrict).....
Amphur/Khet(District)....., Province.....,
Postcode.....

2.Age.....ye

ars

Residing at No., Road.....,
Tambol/Kwaeng(Subdistrict).....
Amphur/Khet(District)....., Province.....,
Postcode.....

3.Age.....ye

ars

Residing at No., Road.....,
Tambol/Kwaeng(Subdistrict).....
Amphur/Khet(District)....., Province.....,
Postcode.....

4. Mr. Komkris Prachakris - Independent Director, Chairman of the Audit and Corporate Governance Committee, the Risk Management and Sustainable Development Committee and member of the Nomination and Remuneration Committee Age 60 Years Residing at No. 88/291 Moo.4 Kratumlom, Sampran, Nakornpatom

As only one person to be my /our proxy to attend and vote on my/our behalf at the 2025 Annual General Shareholders' Meeting on 28 April 2025, at 1:00 pm., The Meet up Fl.2 SVL House Bldg. 35 Surasak Rd., Silom, Bangrak, Bangkok by conducting the Meeting via Hybrid Meeting (Physical and E-AGM) or the date, time, and place as may be adjourned.

(3) I/We hereby authorize the proxy holder to vote on my/our behalf in the meeting as follows:

- To grant equally all of the number of shares held by me/our and have the right to vote.
- To grant a part of



BANG SAPHAN BARMILL PUBLIC COMPANY LIMITED

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- Ordinary share.....shares which the voting right equal tovotes
- Preferred share.....shares which the voting right equal tovotes

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

1. Agenda 1: To Acknowledge the Minutes of the Annual General Shareholders' Meeting 2024 held on 22 April 2024
 - (a) The proxy holder is entitled to consider and vote on my behalf as deem appropriate in all respects.
 - (b) The proxy holder is entitled to vote at my/our own desire as follows;
 - Agree Disagree Abstain
3. Agenda 2: To Acknowledge the Company's Performance and the Board of Directors' Report for the year 2024
4. Agenda 3: To Approve the Financial Statements for the Year Ended 31 December 2024
 - (a) The proxy holder is entitled to consider and vote on my behalf as deem appropriate in all respects.
 - (b) The proxy holder is entitled to vote at my/our own desire as follows;
 - Agree Disagree Abstain
5. Agenda 4: To Approve the Company's Profit Appropriation for the Year 2024 and Non-dividend Payment.
 - (a) The proxy holder is entitled to consider and vote on my behalf as deem appropriate in all respects.
 - (b) The proxy holder is entitled to vote at my/our own desire as follows;
 - Agree Disagree Abstain
6. Agenda 5: To Consider the Election of the Company's Directors Replacing Those Whose Term Expired.
 - (a) The proxy holder is entitled to consider and vote on my behalf as deem appropriate in all respects.
 - (b) The proxy holder is entitled to vote at my/our own desire as follows;
 - To elect all nominated persons as directors
 - Agree Disagree Abstain
 - To elect an individual nominated person as a director
 - 1. Director's Name: Mr. Charin Hansuebsai
 - Agree Disagree Abstain
 - 2. Director's Name: Mr. Win Viriyaprapaikit
 - Agree Disagree Abstain
 - 3. Director's Name: Mr. Tawat Polquamdee
 - Agree Disagree Abstain
7. Agenda 6: To Appoint the Auditor and Fix Its Remuneration for the Year 2025
 - (a) The proxy holder is entitled to consider and vote on my behalf as deem appropriate in all respects.
 - (b) The proxy holder is entitled to vote at my/our own desire as follows;
 - Agree Disagree Abstain
8. Agenda 7: To Set Remuneration for the Company's Director
 - (a) The proxy holder is entitled to consider and vote on my behalf as deem appropriate in all respects.
 - (b) The proxy holder is entitled to vote at my/our own desire as follows;
 - Agree Disagree Abstain

(5)Any vote casting of the proxy holder in any agenda which is not in accordance with those specified in the proxy shall be deemed invalid and not counting as my/our vote casting as a shareholder.

(6)If I/we do not specify or clearly specify my/our intention to vote in any agenda, or in the event of the meeting shall consider or pass resolutions in any matter other than those specified above including any amendment or modification of any fact, the proxy holder shall be authorized to consider and vote on my/our behalf as he/she deems appropriate.

Any act executed by the proxy holder in the meeting shall, unless the proxy holder did not cast the votes as specified herein, be deemed as being done by myself/ourselves in all respects.

Signed _____ Proxy Grantor

(_____)



BANG SAPHAN BARMILL PUBLIC COMPANY LIMITED

28/1 Prapawit Building, 8th Floor, Surasak Road, Silom, Bangrak, Bangkok 10500

Signed _____ Proxy Holder
(_____)

Signed _____ Proxy Holder
(_____)

Signed _____ Proxy Holder
(_____)

Remarks

1. The shareholder appointing proxy must authorize only one proxy holder to attend and vote in the meeting and may not split the shares to many proxies in splitting votes.

2. The shareholder shall grant proxy only equal to the amount of shares stated in (2) and cannot partially grant proxy for less than the amount stated in (2).

In case there is any other agenda to be considered in addition to those specified in the above mentioned, the proxy grantor may additionally specify such agenda in the

The Supplement Proxy Form C

The proxy is granted by a shareholder of **Bangsaphan Barmill Public Company Limited**.

For the 2025 Annual General Shareholders' Meeting on 28 April 2025 at 1:00 pm., at The Meet up Fl.2 SVL House Bldg. 35 Surasak Rd., Silom, Bangrak, Bangkok by conducting the Meeting via Hybrid Meeting (Physical and E-AGM) or the date, time, and place as may be adjourned.

Agenda___:

Subject:_____

(a) The proxy holder is entitled to consider and vote on my behalf as deem appropriate in all respects.

(b) The proxy holder is entitled to vote at my/our own desire as follows;

Agree Disagree Abstain

Agenda___:

Subject:_____

(a) The proxy holder is entitled to consider and vote on my behalf as deem appropriate in all respects.

(b) The proxy holder is entitled to vote at my/our own desire as follows;

Agree Disagree Abstain

Agenda___:

Subject:_____

(a) The proxy holder is entitled to consider and vote on my behalf as deem appropriate in all respects.

(b) The proxy holder is entitled to vote at my/our own desire as follows;

Agree Disagree Abstain

Agenda___:

Subject:_____

(a) The proxy holder is entitled to consider and vote on my behalf as deem appropriate in all respects.

(b) The proxy holder is entitled to vote at my/our own desire as follows;

Agree Disagree Abstain

Agenda___: Subject: Appointment of Directors (Continued)



BANG SAPHAN BARMILL PUBLIC COMPANY LIMITED

28/1 Prapawit Building, 8th Floor, Surasak Road, Silom, Bangrak, Bangkok 10500

Director's Name: _____
[] Agree [] Disagree [] Abstain

Director's Name: _____
[] Agree [] Disagree [] Abstain

Director's Name: _____
[] Agree [] Disagree [] Abstain

Director's Name: _____
[] Agree [] Disagree [] Abstain

Director's Name: _____
[] Agree [] Disagree [] Abstain

Director's Name: _____
[] Agree [] Disagree [] Abstain



(Attachment No.10)

Profile of the Independent Director for Proxy

Mr. Komkris Prachakris



Age	60 years
Position	Independent Director, Chairman of the Audit and Corporate Governance Committee, member of the Risk Management and Sustainable Development Committee and member of the Nomination and Remuneration Committee
Appointment Date	11 November 2011
Tenure	13 Years
Shareholding Equity	None
Family Relation among Management:	None
Address	88/291 Moo.4 Kratumlom, Sampran, Nakornpatom
Education	Diploma in Auditing, Thammasat University Bachelor's Degree, Accounting, Ramkhamhaeng University
Director Training Program	Certificate, Director Accreditation Program (DAP Class 96/2012), IOD Audit Committee Program (ACP Class 40/2012), IOD Ethical Leadership Program (ELP Class 26/2022), IOD Risk Management Program for Corporate Leaders (RCL Class 29/2022), IOD Board Nomination and Compensation Program (BNCP Class 18/2023), IOD
Work Experience	2019 – Present Director ATMT Property Co.,Ltd. 2011 – Present Chairman of the Audit Committee, Sahaviriya Plate Mill Plc. 1997 – Present Director and Partner , A.P.K. Audit Co., Ltd. 1991 – Present Managing Director, Thammanat Co., Ltd.
Other position	Listed Companies : None Non Listed Companies : ATMT Property Co.,Ltd. : Sahaviriya Plate Mill Plc. : A.P.K. Audit Co., Ltd. : Thammanat Co., Ltd. Other organizations that may- : None cause any conflict of interest



BANG SAPHAN BARMILL PUBLIC COMPANY LIMITED

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The Attendance in year 2024	1. The Board of Director Meeting	12/12 times
	2. The Audit and Corporate Governance Committee	5/5 times
	3. The Nomination and Remuneration Committee	2/2 times
	4. The Risk Management and Sustainable Development Committee Meeting	2/2 times
	5. The Annual General Meeting of Shareholders	1/1 time
	6. The Non-Executive Directors Meeting	1/1 time

Criminal offense record during the past 10 years: None

Conflict / No conflict of Interest in all agenda of the Shareholder's Meeting year 2025: None



BANG SAPHAN BARMILL PUBLIC COMPANY LIMITED

28/1 Prapawit Building, 8th Floor, Surasak Road, Silom, Bangrak, Bangkok 10500

Qualifications of Independent Directors

The qualifications of independent directors of Bangsaphan Barmill Public Company Limited are in accordance with the minimum requirements set forth by the Securities and Exchange Commission (SEC) of Thailand, as follows:

1. **Holds no more than 1%** of the total voting shares of the Company, its parent company, subsidiary, associate company, major shareholder, or controlling person.
2. **Is not** a director who takes part in the management, employee, staff member, salaried advisor, or controlling person of the Company, its parent company, subsidiary, associate company, major shareholder, or controlling person, both currently and for a period of at least **two years prior to the appointment**.
3. **Has no blood or legal relationship** with executives, major shareholders, controlling persons, or persons to be nominated as executives or controlling persons of the Company (e.g., parent, spouse, sibling, child, or spouse of child).
4. **Has no significant business relationship** with the Company, such as being a shareholder, or controlling person of a juristic person having business transactions with the Company valued at **THB 20 million or 3% of the Company's net tangible assets (NTA)**, whichever is lower, within the past two years.
5. **Is not an auditor** of the Company, its parent company, subsidiary, associate company, major shareholder, or controlling person, and has not held such position during the past two years.
6. **Is not a provider of professional services**, such as legal or financial consulting, with a service value exceeding **THB 2 million per year**, nor a significant shareholder, controlling person, or partner of a juristic person providing such services to the Company within the past two years.

Note: A person who does not meet the criteria in items 4 or 6 may still be qualified as an independent director if the Board of Directors has thoroughly considered and determined under Section 89/7 of the Securities and Exchange Act that such relationship does not interfere with the individual's independence, and such information must be disclosed in the shareholders' meeting notice.

7. **Is not a representative** of a director, major shareholder, or any person related to the major shareholder of the Company.
8. **Does not operate a business** with the same nature and in competition with the Company or its subsidiaries, or hold more than 1% of the shares, or serve as a director who participates in management, employee, staff member, salaried advisor, or controlling person in such business.
9. **Has no other characteristics** that may impair their independence in expressing opinions on the Company's operations.

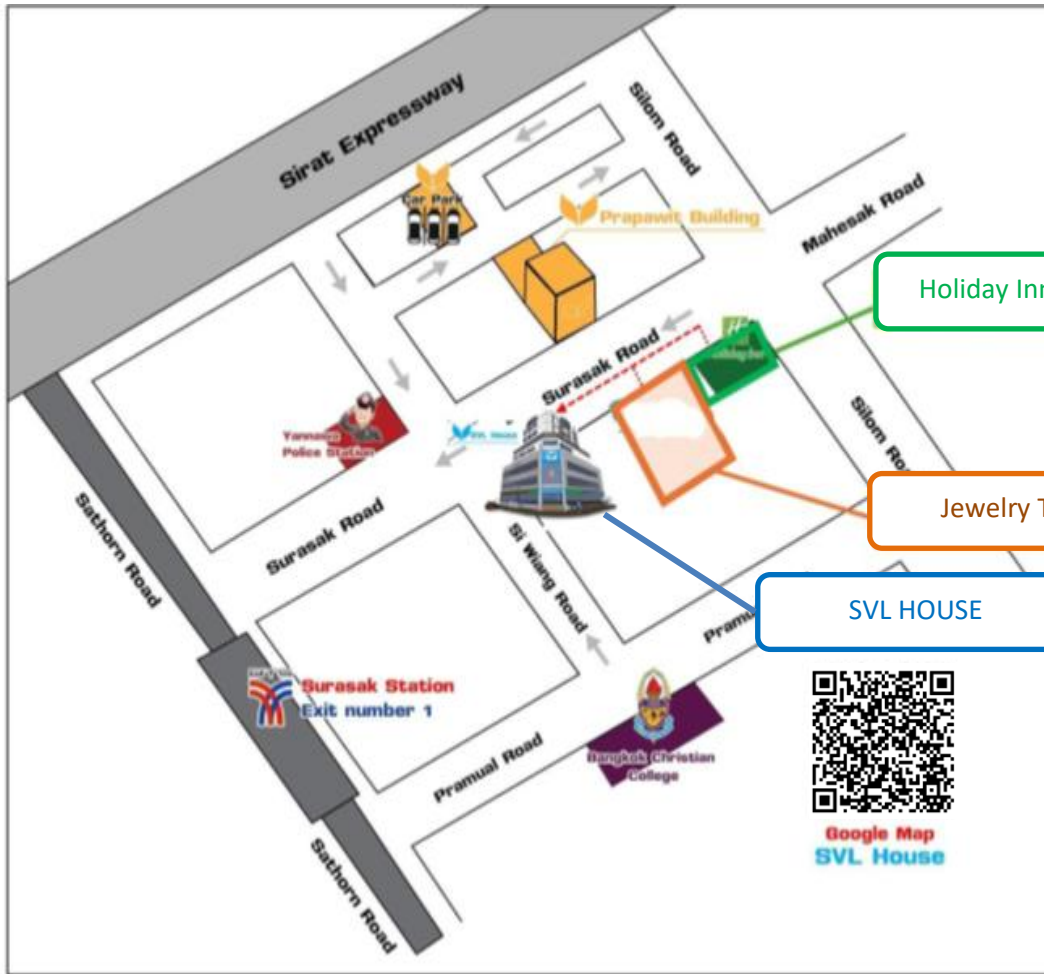
After being appointed, an independent director may be assigned by the Board of Directors to make collective decisions in the operation of the Company, its parent company, subsidiaries, associates, affiliates, major shareholders, or controlling persons.

However, **audit committee members are prohibited from participating in such operational decision-making.**

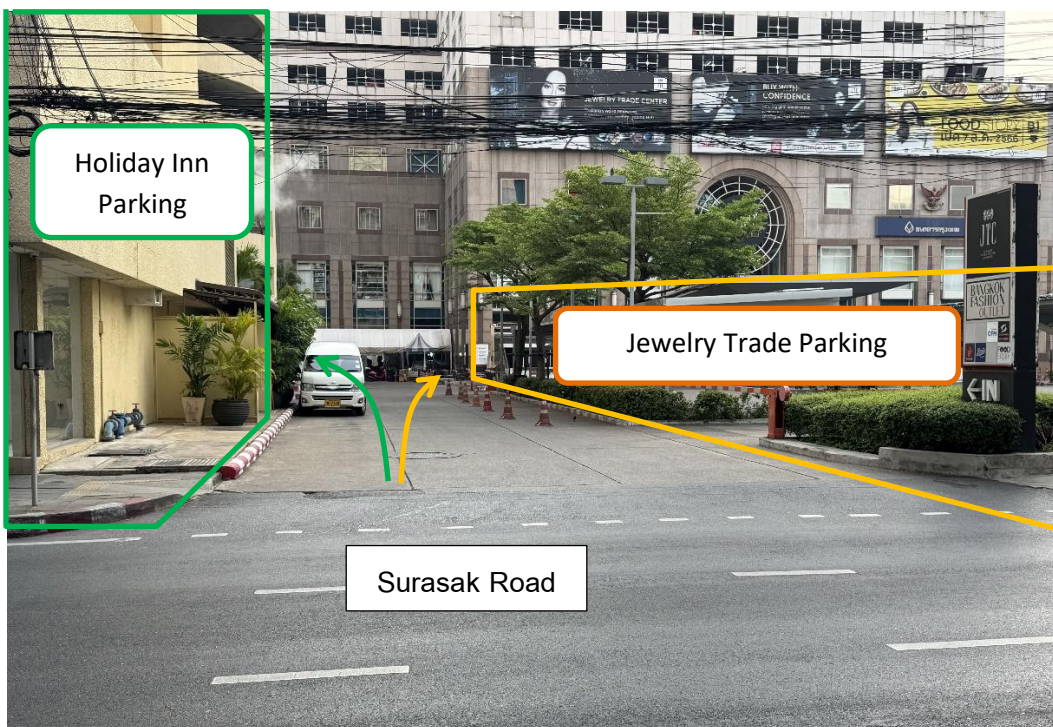


(Attachment No.11)

Map of the Meeting Venue: “The Meet Up” Room, 2nd Floor, SVL House Building



Parking Area Entrance



Parking Arrangements

The Company has arranged parking spaces for shareholders attending the meeting. Parking is available at Holiday Inn Parking and Jewelry Trade Parking, as indicated on the enclosed map.

Please present your parking ticket at the registration desk for validation. The Company will be responsible for all parking expenses.