



Document for the Shareholders' 2022 Annual General Meeting
Electricity Generating Public Company Limited

Tuesday, April 19, 2022 at 2.00 p.m.

Through Electronic Means (E-AGM) only

Shareholders who would like to attend the E-AGM are required to submit

"the Meeting Attendance Form" (e-Request) in advance

The registration system will be opened from April 4, 2022 until the end of Meeting

**Please read and thoroughly comprehend
the practices for Shareholders' 2022 AGM and Guidelines for Attending of E-AGM**

No. EGCO 110/72

March 14, 2022

Subject: Notice of the Shareholders' 2022 Annual General Meeting

To: Shareholders of the Electricity Generating Public Company Limited

Attachments:

1. Minutes of the Shareholders' 2021 Annual General Meeting
2. 2021 Annual Report (One-Report)
3. Profile of Proposed Auditors
4. Board Committees' Scope of Duties and Responsibilities
5. Profiles of Nominated Directors and Definition of Independent Director
6. Registration Form with QR Code
7. Practices for Shareholders' 2022 Annual General Meeting regarding Coronavirus Disease 2019 (COVID-19) Outbreak
8. Registration Document, Proxy and Voting
9. Guidelines for Attending of Electronic Meeting by Inventech Connect
10. Proxy Form B (Form A, B, and C can be downloaded from EGCO Group's website)
11. Profiles of Independent Directors as Volunteer Proxies of 2022 Annual General Meeting
12. Company's Articles of Association concerning Shareholders' Meeting
13. Privacy Notice for Shareholder, Proxy, and Attendee at the Shareholders' 2022 Annual General Meeting in accordance with the Personal Data Protection Act B.E. 2562 (2019)
14. Advance Inquiry Submission Form for the Shareholders' 2022 Annual General Meeting
15. Feedback Survey on Annual Report

Notice is hereby given that the Board of Directors of Electricity Generating Public Company Limited ("EGCO" or "Company") in the meeting no. 3/2022 on February 28, 2022 unanimously resolved to call the Shareholders' 2022 Annual General Meeting on April 19, 2022 at 2.00 p.m. **through Electronic Means (E-AGM) only**, to consider the following agendas.

Agenda 1 **To Consider and Approve the Minutes of the Shareholders' 2021 Annual General Meeting**

General Information: The Shareholders' 2021 Annual General Meeting was convened on April 19, 2021. The minutes of the meeting attached herewith as **Attachment # 1** were publicized on the Company's website (www.egco.com) on April 30, 2021.

Board of Directors' Opinion: The minutes of the meeting are accurate and complete. The Shareholders' meeting should approve the minutes of the Shareholders' 2021 Annual General Meeting.

Voting Requirement: Resolution shall be adopted by the majority of the votes of the Shareholders who attend the meeting and cast their votes.

Agenda 2 **To Acknowledge the Company's Performances in 2021**

General Information: The Company's 2021 Annual Report was published through the Stock Exchange of Thailand (SET) website. In order to facilitate Shareholders to simply access the file, Shareholders can download 2021 Annual Report (One-Report) by scanning the QR Code appeared on Attachment # 2.

The following is a summary of the Company's performance as reported in the Management Discussion and Analysis included in the 2021 Annual Report:

On January 11, 2021, EGCO entered into the joint project development contract with Industrial Estate Authority of Thailand for the development of EGCO Rayong Industrial Estate (ERIE). ERIE situated in Map Ta Phut, Tambon Huay Pong, Amphoe Muang, Rayong Province, should effectively utilize EGCO's existing land which had already equipped with natural gas piping system, transmission line, substation, and raw water pipes. The location of ERIE in the Eastern Economic Corridor zone provides privileges which attracted further investment. Furthermore, these favorable conditions should generate opportunities for expansion in utility-related enterprises in the Rayong Power Plant area. ERIE aspired to be a smart and green industrial park, with operations set to begin in 2023.

On January 29, 2021, EGCO Linden II, LLC, a wholly owned subsidiary of EGCO, entered into a purchase and sale agreement with AEIF Linden SPV, LLC and Highstar Capital GP IV, L.P. to acquire a 28% ownership interest in Linden Topco LLC (Linden Topco). The investment transaction was completed on June 4, 2021. Linden Topco owns a 972 MW natural gas cogeneration facility (Linden Cogen Facility), sited in the State of New Jersey, USA. Linden Power Plant sold the energy, capacity and ancillary services into the New York System Operator (NY-ISO Zone J) and the PJM PS North power market in New Jersey; two of the most congested and capacity constrained power markets in the United States. The Linden Cogen Facility also enjoyed long-term contracted steam and electricity sales offtake contracts with large

investment grade industrial off-takers. The transaction marked the first investment by EGCO in the United States, enabling EGCO to position itself for new investment opportunities in this large market with over 1,100 GW of installed capacity and vast opportunities in renewable and natural gas-fired power facilities.

On July 22, 2021, EGCO informed the Stock of Thailand that the Energy Regulatory Commission (ERC) approved EGCO to acquire the LNG Shipper License to import the Liquefied Natural Gas (LNG) in the greatest amount of 200,380 tons per year with 10 years validity. This approval would enable EGCO to supply such fuel to power plants in its Group Companies. This import of LNG will support the fuel cost management for power generation and open investment opportunities for EGCO Group in fuel business. The import of LNG is expected to proceed in 2025 hereafter after considering the relating factors.

On September 13, 2021, the Electricity Generating Authority of Thailand (EGAT), RATCH Group Public Company Limited and EGCO jointly established a joint venture called Innopower Company Limited (Innopower) with the investment portions of 40%, 30%, and 30%, respectively. The joint venture was registered with the capital of THB 600 million. The objective of Innopower is to enhance innovative researches and inventions co-developed either among EGAT Group or by strategic partners for commercial purposes through its R&D Spin-off unit. The joint venture company also aims to invest in Start-up business, a new wave of energy industry, enabling EGAT Group to handle with and respond to the abrupt changes in energy industry in timely, appropriate, and sustainable manners.

On October 5, 2021, EGCO Plus Company Limited (EGCO Plus), EGCO's wholly owned subsidiary, entered into certain definitive agreements to acquire a 17.46% indirect interest in Apex Clean Energy Holdings, LLC (Apex) as a co-investor in an investment vehicle managed by Ares Management Corporation's (NYSE: ARES) Infrastructure and Power strategy. The parties had entered into agreements to acquire a majority stake in Apex and the transaction was completed on November 17, 2021. The investment marked the first large scale investment in renewable energy project development and ownership by EGCO Group in the United States. The Apex investment enabled the EGCO Group to support the implementation of a number of new utility-scale renewable energy projects in one of the largest markets in the world which had over 1,100 GW of installed capacity and expanding opportunities in renewable energy, in accordance with EGCO Group's investment direction.

On October 12, 2021, the 21-year PPA between Nong Khae Cogeneration Co., Ltd. (NKCC) and Electricity Generating Authority of Thailand (EGAT) was expired. NKCC was a combined cycle power plant in Saraburi Province of Gulf Electric Public Company Limited (GEC) in which EGCO holds a 50% ownership interest and which had entered into the PPA with EGAT with the contracted capacity of 113 MW. NKCC stopped its operation and electricity sales to EGAT on the same day.

On December 21, 2021, EGCO invested in Peer Power Company Limited (Peer Power) for acquiring a stake of 24.24% of the total issued number of shares of the Company on a fully diluted basis. Peer Power is a fintech startup established in 2016, focusing on an online electronic platform for bond and equity crowdfunding that connects investors to Small and Medium-sized Enterprises. EGCO plans to introduce blockchain technology, which Peer Power has been developing to enhance its business efficiency and reduce the cost in its financial services, into blockchain-based energy trading platform to support the incoming changes in decentralized energy trend.

As of December 31, 2021, the EGCO Group had 30 domestic and overseas power plants with a total contracted capacity of 5,959 MW equity in 8 countries including Thailand, Lao PDR, the Republic of the Philippines, the Republic of Indonesia, the Commonwealth of Australia, the Republic of Korea, the Republic of China (Taiwan), and the United States. The power plants are operating with a total contracted capacity of 5,646 MW. Furthermore, the projects under development are accountable to the contracted capacity of 313 MW equity. Besides, EGCO also owns others 9 energy-related projects.

For financial performance in 2021, EGCO Group recorded the net profit of THB 4,104 million, decreasing by THB 4,629 million from 2020's net profit of THB 8,733 million. The decrease of the net profit by THB 4,629 million was mainly from the conversion of foreign-denominated debt to Thai Baht as a result of Bath depreciation and the changing of the fair value of financial instruments. Both of the above items were the accounting impacts, which had no impact on cash flow and operations.

The operational profit in 2021 (excluding the effects of Foreign Exchange (FX) gains (losses), Deferred Tax, Impairment, Financial Instruments, and Lease Income) was THB 10,218 million, an increase of THB 1,480 million from the previous year, owing mostly to these two main causes.

1. An increase in existing power plants' operational earnings of THB 879 million as a result of greater Quezon, XPCL, and SBPL sales, higher SEG and SEGSD electricity and steam tariffs, and higher MME import sales and coal prices.
2. An increase in operating profits of THB 594 million as a result of the acquisitions of Linden, Topco, and APEX.

As of December 31, 2021, EGCO Group realized the total asset of THB 241,932 million, increasing by THB 27,494 million, mainly due to the investment in associates and joint ventures. Additionally, EGCO Group recognizes share of profits after dividend from associates and joint ventures.

EGCO Group recorded total liabilities of THB 127,895 million, an increase of THB 16,292 million primarily due to an increase in long-term loans for associates and joint ventures.

The Shareholders' equity was THB 114,037 million, increasing by THB 11,203 million was mainly from the higher unappropriated retained earnings of THB 550 million. Meanwhile, other components and non-controlling interests' equity increased by THB 10,648 million and THB 5 million, respectively.

To create value to shareholders, EGCO Group intends to operate both power and other energy businesses while also take into account the environment protection and social development support which conform to the Company's vision and mission.

In terms of business operation, In terms of business operation, despite the effects of the COVID-19 pandemic, EGCO continued to manage its current assets to guarantee optimum efficiency and followed up on projects under construction to ensure they were completed on time and within budget. Furthermore, EGCO determined its business direction "Cleaner, Smarter, and Stronger to Drive Sustainable Growth" in order to sustainably grow while adhering to global and national energy policies. As a result, EGCO intends to expand its business, particularly through investments in renewable and clean energy, other energy-related businesses, and Smart Energy, with the target to achieve Carbon Neutral in 2050 as well.

For the social and environmental aspects, several activities have been carried out with some modification to the current situation scenario. In 2021, EGCO received awards from various organizations, including a Low Carbon Business: Waste Management

Award from the No Trash on Vibhavadee Road initiative co-ordinated by the Securities and Exchange Commission of Thailand (SEC) and the Thailand Responsible Business Network (TRBN). Thailand Greenhouse Gas Management Organization (Public Organization) (TGO) also certified EGCO as a corporation engaged in greenhouse gas reduction under the Low Emission Support Scheme (LESS) program. Furthermore, EGCO has been received the 2021 Thailand Sustainability Investment Award (THSI) for resource sector from SET for the 7th consecutive year, as well as being selected for Rising Star Sustainability Awards in Sustainability Excellence from SET Award 2021 among other listed companies with market capitalization of more than THB 100,000 million and Sustainability Disclosure Award for the 3rd consecutive years from Thaipat Institute.

In terms of corporate governance, EGCO continues to enhance and improve its corporate governance in conformity with current requirements. In 2021, EGCO formed the Board of Directors' master plan, changed its corporate governance principles and processes, and updated the Company's anti-corruption policy and practices. On January 6, 2022, EGCO was certified as a member of the Private Sector Collective Action against Corruption (CAC) for the second round.

In 2021, EGCO Group was assessed by various organizations with the satisfying results, including the 2021 Corporate Governance Report of Thai Listed Company or CGR, which received a total average score of 97 percent, and the Assessment of AGM's Quality with a complete score. EGCO was also listed as a member of the Dow Jones Sustainability Indices (DJSI) for 2021.

Board of Directors' Opinion: The Company's overall performance is satisfactory, then the Board proposes to the Shareholders' meeting to acknowledge the Company's 2021 performance and its future plan.

Voting Requirement: This agenda does not require Shareholders' voting.

Agenda 3**To Consider and Approve the Financial Statements for the year ended December 31, 2021**

General Information: Section 112 of the Public Limited Companies Act, and Article 39 of the Company's Articles of Association state that the board of directors shall prepare the balance sheet and the profit and loss account as at the last day of the accounting year of the Company. Such statements which are audited by the Company's auditor shall be presented to the meeting of shareholders for approval at the annual ordinary meeting.

The Company's Financial Statements for the year ended December 31, 2021 were audited and certified by Ms. Amornrat Pearmpoonvatanasuk, Certified Public Accountant (Thailand) No. 4599, the Company's auditor, with the review of the Audit Committee. Details are presented in Attachment # 2 and the summary is as follows:

Description	Consolidated (THB'000)	Separate (THB'000)
Total Assets	241,932,000	108,137,064
Total Liabilities	127,895,314	40,425,943
Total Revenues	38,136,935	9,069,043
Shares of Profit from Investment in Associate and Joint Venture Entities	6,428,190	-
Net Profit Attributable to Owner of the Parent	4,103,840	3,022,355
Earnings per Share	7.80	5.74

Board of Directors' Opinion: The Financial Statements were audited by the auditor with the review of the Audit Committee. The Board of Directors is of the opinion that the Company's financial statements for the year 2021 present EGCO's financial position, operating results, and cash flows fairly, in all material aspects and reliable manners and that such statements are in compliance with the Thai Financial Reporting Standards and all governing laws and regulations. The Board of Directors then proposes to the shareholders to approve the proposed Financial Statements for the year ended December 31, 2021.

Voting Requirement: Resolution shall be adopted by the majority of the votes of the shareholders who attend the meeting and cast their votes.

Agenda 4

To Consider and Approve the Dividend Payment from Operating Results of 2021

General Information: Section 116 of the Public Limited Companies Act, and Article 42 of the Company's Articles of Association state that the Company shall allocate not less than 5% of its annual net profit less the accumulated losses brought forward (if any) to a reserve fund until this fund attains an amount not less than 10% of the registered capital. With respect to this, the Company's reserved fund has reached the amount of THB 530 million which is 10% of the registered capital as required by law.

The Company has a policy to pay dividend either at approximately 40% of the consolidated net profit after taxation or at the steady incremental rate except in the circumstance where investments are required for business expansion or such dividend payment would significantly impact on the normal operation of the Company. In addition, the dividend payment shall not exceed the retained earnings of the Company. Moreover, EGCO informed shareholders in the Annual General Meeting no. 1/2011 that it strives to maintain both net profit and dividend pay-out ratio.

Additionally, Article 41 of the Company's Articles of Association states that the Board of Directors may pay interim dividend if the profit is adequate for doing so and shall report the same to the shareholders at the next meeting. The Company hereby reports to the shareholders that the Board of Directors in the meeting no. 9/2021 on August 16, 2021 resolved the interim dividend payment from the first half-year operation at THB 3.25 per share for 526,465,000 shares totaling THB 1,711 million. Consequently, the dividend payment was made on September 10, 2021.

To appropriate the net profit as dividend, the Company considers the net profit in 2021 amounting to THB 4,104 million or THB 7.80 per share, which has decreased from the 2020's net profit by THB 4,629 million or 53%. Excluding the effects of Foreign Exchange (FX) gains (losses), Deferred Tax, Impairment, Financial instruments and Lease Income, the operating profit in 2021 amounting to THB 10,218 million, increasing by THB 1,480 million from the 2020's the operating profit. Concerning the future investment plan and the Company's cash flow, the dividend for 2021 should be paid at THB 6.50 per share, accountable to THB 3,422 million or 83% of the net profit of THB 4,104 million. The proposed dividend amount is the same amount as the approved dividend in 2020. As the interim dividend for the first half-year operation has been paid at THB 3.25 per share, the dividend for the second half-year operation will be paid on

April 27, 2022 at THB 3.25 per share, totaling THB 1,711 million for the aggregate shares of 526,465,000.

The comparison of the dividend payment between 2021 and 2020 is as follows:

Description	2021		2020	
Net Profit (THB million)	4,104		8,733	
Number of shares	526,465,000		526,465,000	
Earnings per share (THB)	7.80		16.59	
Dividend per share (THB)	6.50		6.50	
	3.25	3.25	3.00	3.50
Total Dividend per share (THB)	6.50		6.50	
Total dividend amount (THB million)	3,422		3,422	
Dividend Payout Ratio (%)	83		39	

Board of Directors' Opinion: The shareholders' meeting should acknowledge the payment of interim dividend for the first half-year operation of 2021 in the amount of 3.25 THB per share. Given that the satisfactory operating results, future investment plan and the Company's cash flow, the shareholders' meeting is proposed to approve the dividend payment from the second-half year operation of 2021 at THB 3.25 per share, totaling THB 1,711 million, payable on April 27, 2022. As a result, the total 2021 dividend payment was THB 6.50 per share or THB 3,422 million.

Voting Requirement: Resolution shall be adopted by the majority of the votes of the shareholders who attend the meeting and cast their votes.

Agenda 5

To Consider the Debenture Issuance and Offering

General Information: Section 145 of the Public Limited Companies Act states that a company which seeks to issue the debentures shall make a proposal to the shareholders for approval. Also, Article 36 (2) of the Company's Articles of Association states that the resolution to pass this issuance of debenture requires a vote of not less than four-fifths of the total votes of the Shareholders present and entitled to vote.

The Shareholders in the Annual General Meeting No. 1/2006 on April 24, 2006, approved the Company to issue and offer a debenture in an aggregate amount not exceeding THB 20,000 million or equivalent with a tenor up to 30 years. The proceed

would be used for the business expansion, working capital, and repayment of debt of the Company and/or its subsidiaries.

According to EGCO's strategy, which focuses on fully-integrated energy businesses, strengthening its power business, increasing renewable energy portfolio, and Smart Energy Solution. in response to global energy trends and the desire to grow its operations to fuel and infrastructure firms, for the achievement of such an investment strategy, the Company must raise funds via the issuance of debenture apart from using internal cash and loans from commercial banks. As such, the Board of Directors deems appropriate to propose to the shareholders to consider and approve the cancellation of the resolution of the Shareholders' Annual General Meeting No. 1/2006 on April 24, 2006, and the issuance and offering the debentures of the Company, with details as follows:

Purpose:	For the purpose of investing in new projects and/or company expansion, providing working capital to the Company, and/or repayment the Company's and/or its subsidiaries' debt.
Category:	All types and categories of debentures including, but not limited to name-registered or bearer debentures, secured bond or unsecured bond, with or without bondholders' representative, subordinated bond or unsubordinated bond, perpetual bond, convertible bond, securitization bond, green bond, social bond, sustainability bond and/or sustainability-linked bond. The repayment of such debenture can be amortized or bullet depending upon market conditions at the time of each issuance and offering of such debenture.
Currency:	Thai Baht and/or foreign currency.
Offering Amount:	<p>The total amount of the debentures shall not exceed THB 30,000 million or equivalent.</p> <p>For foreign currency issuance, the foreign exchange rate on the date of such issuance will be used.</p> <p>The principal amount of the debentures redeemed or purchased by the Company which results in the reduction of the principal amount of outstanding debentures of the Company shall be counted towards the remaining principal amount of the debentures that can be issued and offered by the Company (Revolving Principal).</p>

Offering:	The debentures may be offered domestically and/or internationally by way of public offering and/or private placement and/or high net-worth investors, institutional investors, and/or any person or investors in accordance with notification of the Office of the Securities and Exchange Commission and/or relevant regulations in effect during the time of the offering. The debentures may be offered in one or several tranches depending on necessary usage of fund by the Company.
Interest rate:	Fixed and/or floating interest rate, depending upon market condition at the time of each issuance and offering of such debenture.
Tenure:	Depending upon market conditions at the time of each issuance and offering of such debentures.
Repayment:	Amortization or bullet repayment upon the maturity date according to terms and conditions of the debentures.
Redemption:	The Company may redeem the debenture prior to the maturity date; however, the redemption must be in line with terms and conditions of each issuance of such debenture, in compliance with the laws, rules, regulations, or related announcements included including permission from the related state agencies.
Authorization:	The Board of Directors or the person who was authorized by the Board of Directors shall be authorized to further determine the issuance and offering of debentures, category, name, offering amount, total value , par value, offering price per unit, terms of issuance and offering, allocation procedures, offering method, interest rate, term, redemption period, and other necessary details, depending on market conditions.

Board of Directors' Opinion : The shareholders' meeting should approve the cancellation of the issuance and offering of debentures in the amount of not exceeding THB 20,000 million as approved by the shareholders in the 2006 Annual General Meeting on April 24, 2006, and approve the issuance and offering of the debentures in the amount of not exceeding THB 30,000 million or equivalent as per above mentioned details.

Voting Requirement : A resolution shall be adopted by a vote of not less than four-fifths of the total votes of Shareholders attending the meeting and having voting right.

Agenda 6

To Consider the Appointment of the Auditors and to Determine the Audit Fee

General Information: Section 120 of the Public Limited Companies Act and Article 29 of the Company's Articles of Association state that the Company shall appoint the auditor and determine the audit fee at the Shareholders' Annual General Meeting. The Notification of the Capital Market Supervisory Board No. Tor Jor. 75/2561 dated November 20, 2018 regarding the amendment to the rules of auditor rotation, states that an auditor of a listed company in SET must be rotated every seven fiscal years, regardless of consecutiveness, and must refrain from performing audit services for such listed company for five consecutive fiscal years.

The Board of Directors and the Audit Committee considered that the auditors from PricewaterhouseCoopers ABAS Limited ("PwC") are professional, impartial, independent and experienced in accounting audit of energy business. Understanding power business and being familiar with business of EGCO, PwC can consistently render its auditing service with useful advice and good time management.

Since PwC is a reputable auditing firm which applies the broadly accepted international auditing standards and has a worldwide connection to facilitate the audit work of EGCO's overseas subsidiaries and joint ventures, auditors from PwC should be appointed as the Company's auditors for year 2022 by designating one of below auditors to perform auditing work and express opinions on the Company's financial statements;

1. Ms. Amornrat Pearmpoonvatanasuk, Certified Public Accountant (Thailand) No. 4599
2. Ms. Wanvimol Preechawat, Certified Public Accountant (Thailand) No. 9548
3. Mr. Boonrueng Lerdwiseswit, Certified Public Accountant (Thailand) No. 6552
4. Ms. Rodjanart Banyatananusard, Certified Public Accountant (Thailand) No. 8435

Profiles of the proposed auditors are shown in the Attachment 3. As the list above, Ms. Amornrat Pearmpoonvatanasuk is the Auditor who has affixed the signature to review or audit and express opinion on the EGCO Group's financial statements from 2019-2021. The other three auditors have not yet signed on the EGCO Group's Financial Statements. These practices complied with the regulation of the Capital Market Supervisory Board and the resolution of Audit Committee regarding the auditor rotation.

The proposed audit fees and the out of pocket for year 2022 are detailed below:

Audit Fee	2022 (THB)	2021 (THB)
Audit Fee	3,616,100	*2,847,400
Out-of-pocket expenses	175,000	175,000

** The 2021 Annual General Meeting approved the audit fee of THB 3,522,400 including the review of 3 business combination projects amounted to THB 675,000. However, there was no review for business combination expenses in 2021, as a result that the 2021 audit fee will be reduced by THB 675,000.*

Comparing to the 2021 audit fee, the audit fee for 2022 was increased by THB 768,700 due to the expansion on investments amounted to THB 93,700 and the review of 3 business combination projects amounted to THB 675,000 which will be stated in the engagement contract in which the payment will be made only when the transaction is occurred.

Moreover, the non-audit fee in 2021 amounted to THB 10,699,800, and THB 5,449,800 of which was already paid. The remaining amount of THB 5,250,000 will be paid after the completion of the service.

Additionally, the auditors from PwC have served as auditors of EGCO and all subsidiaries except Quezon Power (Philippines) Limited Co., ("Quezon") and Quezon Management Services Inc., which have appointed auditors from SyCip Gorres Veayo & Co, as their statutory auditors since the auditors have been working for those two companies before EGCO's acquisition. Being experienced and having good acquaintance with Quezon business facilitate EGCO to complete its financial statements within the timeframe.

It should be noted that PwC and the proposed auditors to serve EGCO and its subsidiaries have neither interest nor relationship with the Company, its subsidiaries, management, major shareholders, or other related persons that may deprive their independence in discharging their duties.

Board of Directors' Opinion: After due consideration, the Board of Directors opined that the selection of auditors and the audit fee, as detailed below, which are considered thoroughly by the Audit Committee by taking into account the qualification, experience, firm's reputation, and audit fee, should be proposed to shareholders for approval.

1. To appoint Ms. Amornrat Pearmpoonvatanasuk, Certified Public Accountant (Thailand) No. 4599, Ms. Wanvimol Preechawat, Certified Public Accountant

(Thailand) No. 9548, Mr. Boonrueng Lerdwiseswit, Certified Public Accountant (Thailand) No. 6552 and Ms. Rodjanart Banyatananusard, Certified Public Accountant (Thailand) No. 8435, of PwC to be the Company's auditors, anyone being authorized to conduct the audit and provide the opinions on the financial statements of the Company with the audit fee for year 2022 of THB 3,616,100 and the out-of-pocket expenses for audit work in Thailand of not exceeding THB 175,000 Expenses incurred from any offshore audit work of the auditors shall be borne by the Company.

2. To authorize the Board of Directors to appoint PwC's alternate certified public accountants in case of absence of the appointed auditors.
3. To authorize the Board of Directors to approve the audit fee for reviewing financial statements of any new subsidiaries, associated and joint venture companies in 2022.

Voting Requirement: Resolution shall be adopted by the majority of the votes of the shareholders who attend the meeting and cast their votes.

Agenda 7

To Consider and Determine the Directors' Remuneration

General Information: Article 14 of the Company's Articles of Association prescribes that directors are entitled to remuneration comprising salary, meeting allowance, other allowances, and bonus.

The Nomination and Remuneration Committee is of opinion that directors' remuneration should be considered upon the responsibilities of the Board, the Company's performances, directors' performance, competitiveness with the peer companies, and the motivation to attract and retain qualified directors. Considering all the above factors, the directors' remuneration should be proposed for Shareholders' approval as follows:

1. Bonus for the 2021 performance: To be paid to directors at the Board's discretion in the amount of THB 25 million which is the same amount as the bonus from the 2020 performance approved by the Shareholders. The proposed bonus of THB 25 million is accountable to 0.73% of 2021 dividend payment.
2. Monthly Retainer Fee and Meeting Allowance: To be maintained as approved by the Shareholders in 2021 at THB 30,000 per month and THB 10,000 per meeting, respectively. Meeting allowance for directors absent from the meeting shall be waived. The Chairman and the Vice Chairman of the Board shall receive an additional 25% and 10% of both monthly retainer and meeting allowance, respectively.

3. **Board Committee's Remuneration:** To maintain Board Committee's remuneration, namely Audit Committee, Investment Committee, Nomination and Remuneration Committee, Corporate Governance and Social Responsibility Committee and Risk Oversight Committee, at the same rate as approved by the Shareholders in 2021. The details of Board Committees' are as follows:

Committee	Remuneration (THB)	Meeting Allowance (THB)
Audit Committee	20,000	20,000
Investment Committee	20,000	20,000
Nomination and Remuneration Committee	20,000	20,000
Corporate Governance and Social Responsibility Committee	-	24,000
Risk Oversight Committee	-	24,000

The Chairman of each committee will receive an additional 25% of the remuneration. The duties and responsibilities of each Board's Committee are hereby submitted for Shareholders' information as Attachment # 4.

4. There are no other benefits granted to the Board of Directors or the Board Committees.
5. The remuneration of any committee newly established or revised during the year shall be at the Board's discretion according to appropriateness and responsibility.
6. The President is not entitled to any directors' remuneration.

Board of Directors' Opinion: Thoroughly considering the recommendation of the Nomination and Remuneration Committee taking into account the appropriate responsibilities, Company's performance, comparison of the remuneration of the peers in the same industry, the Board of Directors proposes to the shareholders to determine the directors' remuneration as proposed.

Voting Requirement: Resolution shall be adopted by the votes of not less than two-thirds of the total number of votes of the Shareholders attending the meeting.

Agenda 8

To Consider and Elect Directors to Replace the Retiring Directors

General Information: Section 71 of the Public Limited Companies Act and Article 17 of the Company's Articles of Association state that one-third of the nearest number to one-third of the directors shall retire by rotation at the Shareholders' Annual General Meeting and the retiring directors may be re-elected.

At the 2022 Annual General Meeting, 5 directors will retire by rotation, including 1 independent director, Mrs. Jaruwan Ruangswadipong, and 4 directors, Mr. Polsri Suvisisarsa, Mr. Nutthavutthi Chamchang, Mr. Thepparat Theppitak, and Mr. Shunichi Tanaka. Except for Mr. Thepparat Theppitak, all of the directors mentioned are non-executive directors.

The Company has invited all Shareholders to recommend director nominees in advance through its website and SET Portal from October 1 to December 31, 2021 but received no recommendation on the due date. The qualified candidates had been sought from director pools through the Company's director nomination procedure. Therefore, the Nomination and Remuneration Committee excluding directors having the conflict of interest in this election, consider and scrutinize the candidates' qualifications as required by law, the Company's Articles of Association and related regulations including the appropriate composition of the Board and required qualifications, experience and expertise of the candidates to benefit the achievement of the Company's strategy and strengthen the Company's governance, their past performance and devotion during the service term.

Board of Directors' Opinion: In accordance with the established process the Nomination and Remuneration Committee carefully reviewed the director nomination and scrutinized the nominees' credentials. The Board of Directors with the exception of the directors who had a conflict of interest in this agenda was of opinion that the shareholders' meeting should approve the following:

- To elect Mrs. Nujchanart Laohathaimongkol as a new independent director;
- To elect Mr. Shinichiro Suzuki as a new director; and
- To re-elect Mr. Polsri Suvisisarsa, Mr. Nutthavutthi Chamchang, and Mr. Thepparat Theppitak as directors for another term;

Mrs. Nujchanart Laohathaimongkol meets the Company's definitions of independent directors and can deliver an impartial view. She does not hold the directorship in any companies which have conflicts of interest with EGCO.

Those director nominees possess the qualifications appropriate to the Company's business which could strengthen the corporate governance to meet the Corporate strategy. Furthermore, the Independent Director nominee has the qualifications to

provide independent opinions and recommendations that are beneficial to the Company and are in conformity with relevant regulations.

Profiles of the nominated directors as well as definition of the Company's independent director are shown in Attachment # 5.

Voting Requirement: Resolution shall be adopted by the votes of not less than four-fifths of the total votes of Shareholders attending the meeting and having voting right.

Agenda 9 **To Consider Other Matters (if any)**

General Information: The second paragraph of Section 105 of the Public Limited Companies Act and the second paragraph of Article 34 of the Company's Articles of Association prescribe that shareholders holding an aggregate number of shares not less than one-third of the total number of shares sold may request the meeting to consider other matters in addition to those specified in the agenda.

Board of Directors' Opinion: Shareholders have a right to propose other matters as specified in the Public Company Act and the Company's Articles of Association.

Kindly be informed that, pursuant to Section 225 of the Securities and Exchange Act, the Board of Directors resolved to determine the record date for the rights to attend the Shareholders' 2022 Annual General Meeting and to receive the dividend on March 15, 2022.

You are cordially invited to attend the Meeting on the date and time specified above. Additionally, since the Company calls the Shareholders' 2022 Annual General Meeting during the spread of Coronavirus Disease 2019 ("COVID-19"), the Meeting will be held through Electronic Means (e-AGM). Shareholders who would like to join the Meeting are required to submit the meeting attendance form (e-Request) in advance. Then, the Username and Password for the Meeting registration (e-Register) and live broadcast and voting (e-Voting) will thereafter be sent to you. In order to facilitate the Shareholders, the registration system will be opened from April 4, 2022 until the end of meeting. In this regard, **the Company strongly recommends Shareholders to thoroughly study and comprehend the practices for the Shareholders' 2022 Annual General Meeting, the registration document, proxy, and voting as well as guidelines for attending an electronic meeting**, which are detailed in Attachment # 7-9.

If a shareholder is unable to attend the Meeting and wishes to appoint a proxy to attend and vote on their behalf, please use the proxy form attached as Attachment # 10. In addition, the Company strongly advises Shareholders to appoint one of the three independent directors of the Company as their proxy instead of in-person participation. Profiles of such three independent directors, namely (1.) Mr. Paisan Mahapunnaporn, Independent Director, Member of Audit Committee member and Member of Nomination and Remuneration Committee (2.) Mr. Poomjai Attanun, Independent Director, Member of

Risk Oversight Committee and (3) Mr. Anya Khanthavit, Independent Director, Chairman of Risk Oversight Committee, and Member of Audit Committee, are attached as Attachment # 11. All of them have no special conflict of interests over the agendas of the meeting except Agenda 7 regarding directors' remuneration.

The Notice of the Shareholders' Annual General Meeting for Year 2022 including relevant information and the proxy forms are also published on the Company's website www.egco.com.

In the case that you have any questions or inquiries on the meeting agendas, please forward your questions to cs@egco.com, or through the Advance Inquiry Submission Form, which Shareholders can conveniently access through QR Code in Attachment # 14. The Company also recommends Shareholders to forward advance questions since the meeting is convened in the middle of COVID-19 widespread.

To prevent the spread of COVID-19, the Company will not arrange the site visit for shareholders in 2022. If the Company decides to arrange the activity, it will distribute an invitation letter to shareholders for registration and post a notice about it on EGCO's website. If the Company considers to arrange the activity, the Company would subsequently submit the invitation letter to shareholders for registration and notify of the activity on EGCO's website.

Yours faithfully,


Thepparat Theppitak
President

Corporate Secretary Division
Tel. 0 2998 5020-27

Note: An English version of the Notice of Shareholders' Annual General Meeting for Year 2022 has been prepared from the Thai version. In the event of a conflict or a difference in interpretation between the two languages, the Thai version shall prevail.



Minutes of Shareholders' 2021 Annual General Meeting
of
Electricity Generating Public Company Limited

The Shareholders' Annual General Meeting ("AGM") was convened at 2.00 p.m. on April 19, 2021 via electronic device (E-Meeting), broadcast from the Saisampan Room, 9th floor, EGCO Tower, No.222, Vibhavadi Road, Toongsonghong, Laksi, Bangkok. Seven hundred and fifty-two (752) shareholders attended the meeting which comprised thirty-nine (39) attending in person and seven hundred and thirteen (713) by proxies, representing 376,745,452 shares which accounted for 71.5613% of the total outstanding shares, which was greater than one-third of the total issued shares. Then, the meeting constituted a quorum according to the Company's Articles of Association. Mr. Kulit Sombatsiri, Chairman of the Board of Directors of the Electricity Generating Public Company Limited ("Company" or "EGCO"), chaired the meeting ("Chairman").

Before calling the meeting to order, the shareholders were informed that due to the widespread of Coronavirus Disease 2019 ("COVID-19") at this moment, concerning the health sake of shareholders and related persons, the Board of Directors abruptly decided to change the meeting format from an in-person meeting which had been informed to the shareholders on March 15, 2021 to an online meeting. In order to inform the shareholders of such change in time, the Company attempted to notify the shareholders by many channels i.e. disclosure via the SET link system and on the Company's website on April 9, 2021, as well as mail distributed by the Thailand Securities Depository Co., Ltd. (TSD)

After that, the Chairman declared the meeting open and introduced the directors who attended the AGM to the shareholders as follows:

- | | | |
|----|-----------------------------|---|
| 1. | Mrs. Jaruwan Ruangswadipong | Lead Independent director and Chairman of the Audit Committee ("AC") |
| 2. | Mr. Pasu Loharjun | Independent director, Chairman of the Corporate Governance and Social Responsibility Committee ("CC"), and Nomination and Remuneration Committee ("NRC") member |
| 3. | Mr. Paisan Mahapunnaporn | Independent director, AC member and Risk Oversight Committee ("ROC") Member |

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- | | | | |
|----|---------------|---------------|---|
| 4. | Mr. Roengchai | Khongthong | Director, NRC member and ROC Member |
| 5. | Miss Choosri | Kiatkajornkul | Director and Investment Committee ("IC") member |
| 6. | Mr. Bordin | Rassameethes | Independent director, NRC member and CC member |
| 7. | Mr. Thepparat | Theppitak | President, IC member, CC member and ROC member |

Due to the entry restrictions to Thailand and to prevent the COVID-19 outbreak, 7 directors attended the meeting virtually via electronic devices as follows:

- | | | | |
|----|--------------|-------------|--|
| 1. | Mr. Anya | Khanthavit | Independent director, Chairman of the ROC and AC member, attending the meeting from Bangkok |
| 2. | Mrs. Nualnoi | Treerat | Independent director, NRC member and CC member, attending the meeting from Thailand |
| 3. | Mr. Pisut | Painmanakul | Director and CC member, attending the meeting from Thailand |
| 4. | Mr. Toshiro | Kudama | Director and Chairman of the NRC, attending the meeting from Singapore |
| 5. | Mr. Tomoyuki | Ochiai | Director and ROC member, attending the meeting from Japan |
| 6. | Mr. Shunichi | Tanaka | Director and IC member, attending the meeting from Hong Kong Special Administrative Region of the People's Republic of China |
| 7. | Mr. Naoki | Tsutsumi | Director and IC member, attending the meeting from Japan |

All 15 directors attended the meeting, accountable to 100% of the total directors.

Mr. Thepparat Theppitak, President, then introduced the following senior executives attending the meeting:

- | | | | |
|----|---------------|-----------------|--|
| 1. | Mr. John | Palumbo | Senior Executive Vice President – Business Development (International) |
| 2. | Mr. Prach | Chongkittisakul | Senior Executive Vice President – Business Development (Domestic) |
| 3. | Mr. Gumpanart | Bumroonggit | Senior Executive Vice President – Operation Management |
| 4. | Mr. Somkiat | Suttiwanich | Chief Financial Officer |

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The Chairman informed the Meeting that Ms. Amornrat Pearmpoonvatanasuk, the Company's auditor from PricewaterhouseCoopers ABAS Ltd. ("PwC"), was invited to attend the AGM and answer inquiries on the financial statements via VDO Conference. To assure the shareholders that the Company's AGM complied with laws and regulations, the Company engaged Baker & McKenzie Legal Consultants Ltd., represented by Mr. Preeda Meksrisuwan and Mrs. Pornpinant Asawawattanaporn as the AGM inspectors to review the checking process of shareholders' document, the meeting quorum, the voting procedures, the vote counting and processing. Furthermore, the Company's electronic AGM ("E-AGM") which was arranged by Inventech System (Thailand) Co., Ltd., a certified and proficient service provider from authorized agency, complied with the Emergency Decree on Electronic Meetings, B.E. 2563 (2020) and other relating laws.

After that, the Chairman assigned Mrs. Kulkanok Leongsoithong, Corporate Secretary, to inform the meeting of procedures for voting, questions and comments in the E-AGM which could be summarized as follows:

Each shareholder had the voting rights equal to the number of shares held in the Company where one share was equal to one vote. Shareholders or proxies had to cast one vote among one of them: "in favor", or "against" or "abstention". The general agenda required the majority votes of shareholders who attended and cast their votes. Exception was made for agenda 6 regarding directors' remuneration which required at least two-thirds of the total votes of shareholders attending the meeting; and agenda 7 regarding the election of directors to replace the retiring directors which required at least four-fifths of the total votes of shareholders attending the meeting and having the rights to vote. In case of an equality of votes, the Chairman of the meeting should cast his or her vote for final resolution.

The voting processes were summarized as follows:

1. When voting, the shareholders should select the agenda to vote; afterward, the system would show all voting buttons: 1. Agree (green color), 2. Disagree (red color), and 3. Abstain (orange color) and 4. Cancel (blue color).
In case of pressing cancel button, or abstain button, such action would be counted as agree vote; however, the shareholders could change their decision until the closing time.
2. In case of proxy voting for many shareholders, proxy holders should select "User" icon, followed by "Switch Account" to cast the vote for each proxy granter.
3. After the announcement of vote open time and explanation of voting procedure, the shareholders were allowed to cast their vote within 2 minutes. Once the voting system closed, the results of each agenda would be announced later.

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If shareholders left the meeting (log-out) during the meeting before the close of voting in any agendas, the system would remove the shareholders from the quorum of such agenda, and the votes of the shareholders from the meeting on the agenda that had not yet been processed. However, the shareholders or proxy holders were allowed to attend the meeting or cast the votes in the next agenda.

The Company provided channels for the shareholders to ask questions or provided recommendations as follows:

1. Via VDO Conference by pressing "raise hand" button then ask the question after the signal shown.
2. Via Q&A channel to submit the questions or recommendations; In case of flowing stream of questions, the Company would consider to answer some questions in the Meeting room as deemed appropriate and would record the remaining in the minutes of meeting.

The Chairman would announce the voting result in the meeting after the completion of voting in each agenda.

In addition, for equitable treatment of shareholders, EGCO offered the right for minor shareholders to propose meeting agenda and nominate the qualified director candidates in advance for 2021 AGM on EGCO's website from September 1 – December 31, 2020. After the due date, there was neither proposal of AGM agenda nor qualified director nomination.

The Chairman then convened the meeting in accordance with the following notified agendas.

Agenda 1 **To Consider and Approve the Minutes of the Shareholders' 2020 Annual General Meeting**

The Chairman proposed to the Meeting to consider the minutes of the AGM of the year 2020 held on July 20, 2020 which had been disclosed on EGCO website (www.egco.com) since August 3, 2020. It was noted that the year 2020 was the twelfth year that the Company delivered the hard copies of the draft minutes of meeting to all shareholders for their review.

Next, the Chairman invited questions/recommendations from the shareholders. Since there were no advance inquiries and no questions during the meeting, the Chairman then called for the voting to approve the minutes of the 2020 AGM held on July 20, 2020. The resolution required the majority of votes of shareholders who attended the meeting and cast their votes.

Shareholders' 2021 Annual General Meeting**April 19, 2021****RESOLUTION:**

Having considered the matter, the shareholders approved the minutes of the Shareholders' 2020 AGM with the majority of votes of the shareholders who attended the meeting and cast their votes, as follows:

Voting Result	No. of Votes (1 share = 1 vote)	Percent of the total votes of shareholders attending the Meeting and cast their vote
Favor	376,984,108	100.0000
Against	0	0.0000
Abstention	93,954	-
Voided ballot	0	-
Total voting shares	377,078,062	-

Agenda 2 **To Acknowledge the Company's Performances in 2020**

The Chairman reported to the Meeting that the Company's 2020 annual report was presented in One Report format recommended by the Office of Securities and Exchange of Commission of Thailand to reflect the Company's performance in aspects of economics, society, environment and corporate governance. Also, the 2020 annual report was presented in QR Code format for the second time, aiming to reduce paper consumption and save cost and more convenient to access than that in the CD-ROM format. The incurred cost saving for year 2020 of THB 2,195,356 was donated on behalf of "EGCO's shareholders" to the "Thai Forest Conservation Foundation" which had the objective to conserve the environment.

After that, the Chairman presented to the Meeting the Company's 2020 performance and 2021 annual business plan via video as detailed in 2020 Annual Report submitted to the shareholders with the notice to 2021 AGM in QR Code format. The details could be summarized as follows:

1. Performance in 2020

On April 17, 2020, the acquisition of ownership of interest in Yunlin Holding GmbH ("Yunlin") via Greenwing Energy B.V., EGCO's wholly owned subsidiary, was completely successful. On December 19, 2019, Greenwing Energy B.V. entered into the share purchase agreement to acquire a 25% ownership interest in Yunlin owned by Taiwan Offshore Holding GmbH. Yunlin was a holding company that owns 100% of Yunneng Wind Power Co., Ltd. of Taiwan (Yunneng). Yunneng was constructing a 640 MW offshore wind farm project which would be located in the Taiwan Strait approximately 8 km west of the coast of Yunlin County in the Republic of China (Taiwan).

Yunneng had entered into a power purchase agreement with Taiwan Power Company (Taipower) pursuant to a fixed 20-year feed-in tariff PPA, for the sale of electricity by the project. Commissioning of Yunneng would occur in phases, with phase 1 comprising 352 MW and phase 2 comprising 288 MW.

On August 23, 2020, the 21-year PPA between Samutprakarn Cogeneration Co., Ltd. (SCC) and Electricity Generating Authority of Thailand (EGAT) was expired. SCC was a combined cycle power plant in Samutprakarn Province of Gulf Electric Public Company Limited (GEC) in which EGCO held a 50% ownership interest and which had entered into the PPA with EGAT with the contracted capacity of 114.45 MW. SCC stopped its operation and electricity sales to EGAT on the same day.

On September 16, 2020, EGCO, EGAT International Company Limited, and RATCH Group Public Company Limited entered into a joint development agreement of Quang Tri 1 thermal power plant project (Quang Tri 1) with the shareholding proportion of 30%, 40% and 30%, respectively. Quang Tri 1 was the coal-fired power plant, located in Quang Tri Economic Zones, Hai Lang District, Quang Tri Province in the central region of the Socialist Republic of Vietnam, with the installed capacity of 1,320 MW (2 units with generating capacity of 660 MW each). The generated electricity would be sold to Vietnam Electricity (EVN) under the long-term PPA. Quang Tri 1 was currently under Green-Field development phase and under advanced negotiation process with the expected commercial operating date in 2025.

On September 21, 2020, Thai Pipeline Network Company Limited, in which EGCO owned 44.6% stakes, entered into the financial agreement with Bangkok Bank Public Company Limited and China Development Bank in the aggregate amount THB 7,800 million with 14-year tenure to fund the development and the construction of the extension of petroleum pipeline system to northeastern region project. The Project possessed a 342.8-kilometer underground pipeline with the transport capacity of approximately 5,443 million liters, potentially increasing to 7,330 million liters in the future. Currently, the Project was under construction and expected to start operation in the fourth quarter of 2021.

On October 1, 2020, Gangdong Fuel Cell Project (Gangdong), a project of Paju Energy Services Co.,Ltd. (Paju ES) in which EGCO held a 49.00% ownership interest, executed its commercial operation in accordance with the conditions in the PPA. The project was located in Gangdong-gu, Seoul, South Korea with a capacity of 19.80 MW. Gangdong would sell electricity to Korea Electric Power Corporation (KEPCO), the sole off-taker of wholesale power generation in South Korea, through the Korea Power Exchange (KPX). Gangdong also sold thermal energy and received renewable credits in the form of Renewable Energy Certificates (REC).

On December 1, 2020, the Board of Directors approved EGCO Linden II, LLC, a wholly owned subsidiary of EGCO, entered into a purchase and sale agreement with AEIF Linden SPV, LLC and Highstar Capital GP IV, L.P. on January 29, 2021, to acquire a 28% ownership interest in Linden Topco LLC ("Transaction"). The Transaction was expected to be closed in early second quarter of year 2021. Linden Topco LLC owned a 972MW natural gas cogeneration facility ("Linden Cogen Facility") sited in the State of New Jersey, USA. Linden Power Plant sold the energy, capacity and ancillary services into the New York System Operator and the PJM PS North power market in New Jersey, two of the most congested and capacity constrained power markets in the United States. Moreover, the Linden Cogen Facility enjoyed long-term contracted steam and electricity sales offtake contracts with large investment grade industrial off-takers.

2. Operating Result in 2020

For financial performance in 2020, EGCO recorded the net profit of THB 8,733 million, decreasing by THB 4,326 million from the 2019's net profit of THB 13,059 million. Excluding the effects of Foreign Exchange (FX) gains (losses), Deferred Tax, Impairment, Financial instruments, and Lease Income, the profit from normal operation in 2020 was recorded at THB 8,738 million, which decreased by THB 1,630 million.

The decrease of the profit from the normal operation by THB 1,630 million was mainly due to the drop of the operating profit of existing power plants for THB 2,198 million. However, EGCO realized the increase of operation profit by THB 568 million from the SBPL and XPCL which fully operated in 2020.

As of December 31, 2020, EGCO Group realized the total asset of THB 214,438 million, increasing by THB 5,915 million, mainly due to the investment in joint ventures and the share of profits after dividend from associates and joint ventures.

EGCO Group recognized the total liabilities of THB 111,604 million with an increase of THB 8,188 million mainly from the increase in long-term loans and derivatives liabilities after the adoption of new financial reporting standards.

The Shareholders' equity was THB 102,834 million, decreasing by THB 2,273 million was mainly from the higher unappropriated retained earnings of THB 5,024 million. Meanwhile, other components and non-controlling interests' equity dropped by THB 7,272 million and THB 25 million, respectively.

3. Overview of Business Investment

As of December 31, 2020, EGCO Group invested in 7 countries in the Asia Pacific region, i.e. Thailand, Lao PDR, the Republic of the Philippines, the Republic of the Indonesia, the Commonwealth of Australia, the Republic of Korea, and Republic of China (Taiwan) where the 28 power plants were being operated with the total contracted and capacity of 5,423 equity MW. Additionally, 2 projects were under construction accountable to the contracted capacity of 321 equity MW, and an energy-related project was now under construction.

4. Social Responsibility and Sustainable Development

In terms of the social and environment, due to the COVID-19 pandemic, EGCO Group supported budget and provided the medical professionals with the necessary medical equipment to improve the treatment efficiency. EGCO also encouraged the life quality development for communities and the youth around power plant areas to understand the energy and environment conservation. In 2020, the subsidiaries in EGCO Group received awards in environment field such as the 2020 BSA Building Safety Award with Platinum level as the outstanding building safety assessed by the Building Inspectors Association and Securetech Thailand 2020, the Prime Minister's Industry Award 2020 for an Outstanding Achievement in Environmental Quality Preservation (Gold class) for the forth years consecutively, and CSR DIW Continuous Award 2020 etc.

5. Corporate Governance

Regarding the corporate governance in 2020, the subsidiaries in EGCO Group received awards from many agencies such as 2019 ASEAN CG Scorecard Assessment as classified as one of the ASEAN Asset Class PLCs, the 2020 Thailand Sustainability Investment Award (THSI) or sustainable stock for the year 2020 for the 6th consecutive year, and the Sustainability Disclosure Award 2020 "Recognition" hosted by Thai Listed Companies Association in cooperation with the Securities and Exchange Commission as well as Thaipat Institute. EGCO was also selected as member of the 2020 Dow Jones Sustainability Indices of which EGCO was considered the first Thailand's electric utilities company.

Additionally, the Board of Directors also had a policy to encourage EGCO and its Group Companies namely Khanom Electricity Generating Company Limited (KEGCO) and EGCO Engineering and Service company Limited (ESCO) to be certified as a member of Thailand's Private Sector Collective Action Coalition Against Corruption or CAC. In 2020, KEGCO was under renewal process of CAC

membership for the second time in 2022 which was scheduled to be complete in April 2021 while EGCO and ESCO were going to start such renewal in 2022.

6. Business Direction in 2021

For 2021, EGCO Group retargeted to enhance its business strategy in accordance with the energy dynamic for sustainable growth and long-term value for all stakeholders as well as to deal with all investment changes.

Moreover, EGCO Group focused on expanding more investment such as **power business** and full-service operation in which EGCO had expertise and experiences by seeking new investment opportunity especially renewable energy consistent with global trends, **fuel business and infrastructure**, as well as **smart energy solution** in association with both international and domestic business alliances under “4I” business strategies as follows:

- Invest: to invest in sustainable assets to ensure long term growth.
- Improve: to improve and to manage the existing assets efficiently.
- Inovate: to motivate business by innovation for sustainable growth.
- Increase: to elevate financial competitive advantage.

After that, the Chairman invited questions/recommendations from the shareholders. There were advance inquiries and questions from Q&A channel which could be summarized below.

Questions in advance

Question: Mr. Theerachot Chitokasatien, shareholders, questioned as follows:

1. The Company's 5-year investment plan and the future proportion of fossil and clean energy in EGCO's future portfolio.
2. Impacts of Chinese and Taiwanese war on EGCO's income, period of Power Purchase Agreement (PPA) and risk management for such event.

Answer: 1. Mr. Kulit Sombatsiri, Chairman, answered the question regarding the investment plan in fossil and clear energy power plant that in 2030, EGCO targeted the investment in clean energy power plant at least 25% whereas fossil power plants and new business would be 75% approximately. EGCO was studying the investment opportunity in future's power innovation. Moreover, EGCO was joining with the Electricity Generating Authority of Thailand (EGAT) and Ratch Group PLC., to study, research, and develop

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power innovation as well as invest in energy startup companies for smart grids, batteries, and energy storage and charging station for electric vehicles. The power from such station would come from biomass, renewable energy, or community power plants.

2. Mr. Thepparat Theppitak, President, clarified to the meeting about the impact of China and Taiwan war. EGCO owned one project in Taiwan namely Yunlin Power Plant Project. The ownership proportion of EGCO was 25% with the 20-year contract from which EGCO earned THB 1,400 million income annually. However, EGCO managed its risk by expanding the investment into various countries. As such, the income from this Project would not be EGCO's main source and its income stream would come from other projects. Overall, EGCO would not be impacted from the China and Taiwan's conflicts.

Question: Miss Tharinee Phonpimonmit, shareholder, questioned as follows:

1. How much income did the Company expect for the next 5-10 years? Would shareholders receive more dividend every year?
2. At present, EGCO was operating some fossil power plants. Would the Company plan to stop using the fossil and completely switch to renewable energy in the future ?

Answer: 1. Mr. Theppitak, President, answered that for the long-term investment plan, the Company was focusing on power business which was its core business as well as seeking new opportunities in fuel and smart energy business. However, for the investment short-term plan, EGCO targeted at least 1,000 MW from new projects with the budget of THB 37,000 million in 2021. For the next 5-year investment plan, the capital budget would be expected approximately THB 150,000 million.

For the dividend payment, it was expected that the Company would be able to steadily pay the incremental amount to the shareholders.

2. Mr. Kulit, Chairman, clarified that EGCO was still operating the fossil power plants in accordance with the national plan which supported the fossil generated power, given that fossil still helped stabilize the nation's power system. However, EGCO planned to proportionately reduce the fossil projects and increase numbers of renewable projects more than 25% of EGCO's portfolio as mentioned earlier.

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Question: Mr. Pongsuwan Techawuttichai, shareholder, asked the Management to clarify the possibility of electric vehicle battery which was set in the Company's investment plan.

Answer: Mr. Kulit, Chairman, explained that it was targeted in the national vehicle consumption policy that electric vehicles would be used all in 2035. He elaborated that battery was 40% of total vehicle compositions, giving a good opportunity for EGCO, EGAT and Ratch Group to jointly study and seek for further investment opportunity on electric vehicle battery business.

Question from Q&A Channel

Question: Mr. Taweesak Padpadee, shareholder, questioned as follows:

1. Would the Company plan to invest in other business such as pharmaceuticals or medical supplies, besides its core or related business?
2. Which country did the Company aim for its new investment?
3. What was the progress and possibility of the shipper license approval?
Did the Company have a specific working team for this project?

Answer: Mr. Kulit, Chairman, made the following clarification.

1. EGCO aimed to invest in clean energy projects such as solar energy solution, solar farms, off-shore wind farm, biomass and biogas community power plants, etc. EGCO was cooperating with agriculturists to supply power from energy crops as well as doing a research on smart grid development which could accommodate the electricity supply from renewable energy.
2. The Company was interested in investment in clean energy projects the USA and Europe.
3. The government opened for private sectors to import LNG for using in the power plants and other industries. Additionally, EGCO was studying and preparing for filing the request for license to the Energy Regulatory Committee in order to import LNG for internal use in EGCO Group.

There was no further questions; therefore, the Chairman proposed the Meeting for acknowledgement of the Company's performance in 2020 and operation plan in 2021.

RESOLUTION:

With the permission from the shareholders, the Company's performance in 2020 and operation plan in 2021 were noted.

Agenda 3 To Consider and Approve the Financial Statements for the year ended December 31, 2020

The Chairman delegated Mr. Thepparat Theppitak, President, to report the consolidated and Company's Financial Statements for the year ended December 31, 2020 which were audited and certified by Ms. Amornrat Pearmpoonvatanasuk, Certified Public Accountant (Thailand) No. 4599, the Company's auditor, with the review of the Audit Committee ("AC"). The details were summarized as below:

Description	Consolidated (THB)	Company (THB)
Total Assets	214,437,694,838	108,566,516,294
Total Liabilities	111,603,453,630	41,242,419,452
Total Revenues	35,990,360,237	10,201,867,650
Shares of Profit (Loss) from Investment in Associate and Joint Venture Entities	4,838,035,052	-
Net Profit Attributable to Owner of the Parent	8,733,030,898	7,412,926,169
Earnings per Share	16.59	14.08

After that, the Chairman delegated Mrs. Jaruwat Ruangswadipong, Lead Independent Director in capacity of the AC Chairman, to present information of the review on the financial statements. The AC Chairman reported that the AC had reviewed the financial statements of the Company to ensure the correctness and in compliance with related law and regulations of the accounting records. In addition, the AC had always overseen the Company's appropriate application to the accounting policies, reviewed the internal control system for its completeness and efficiency, and reviewed its quarterly and annual financial statements with the Management and the auditors of the Company whereby the AC asked questions about the correctness and completeness of the financial statements and the adjustment of significant accounts affecting the financial statements. The consideration and recommendations from the AC were made to ensure that the Company's financial statements showing the fair, accurate and reliable financial position, operating income, changes in shareholders' equity and cash flow. The AC needed to ensure that the Company disclosed all material respects, and that such statements complied with the generally accepted accounting principles and all governing rules and regulations. The consolidated financial statements were presented in Financial Report.

Then the Chairman invited the Meeting to raise question/recommendations which were raised through in advance Q&A channel and through Q&A channel as summarized below.

Questions in advance

Question: Mr. Tharinee Phonpimonmit, shareholder, questioned why the Company's profits were decreasing continuously from 2019-2020 and whether the Company could realize the profit of THB 20,000 million as in 2018.

Answer: Mr. Thepparat, President, clarified that in 2018 the Company divested a big asset called Masinloc Power Plant Project in the Philippines and other investments, realizing the profits from sale of assets amounted to THB 14,177 million and the net profit of THB 21,073 million which was higher than the profits of the previous years. In this regard, EGCO paid the special dividend of THB 2.50 per share. Considering the performance excluding the impact from foreign exchange, in 2018 - 2020, EGCO realized the steady increase of income. However, the lower income in 2020 was from the impact of the COVID-19 pandemic, lowering the power demand. Nevertheless, EGCO believed that its operating profits would increase constantly.

Questions from Q&A Channel

Question: Mr. Prawit Wirojwongchai, shareholder, questioned how much EGCO's profits excluding the fx gain/ loss was.

Answer: Mr. Theppitak, President, answered that the profits excluding the fx gain/ loss was THB 8,738 million.

Question: Mr. Rungroj Siwachai, shareholder, questioned when the petroleum pipeline project to the northeast would commercially operate and whether the construction progressed as planned. Also he would like to know the utmost benefits from this project for the Company.

Answer: Mr. Thepparat, President, clarified that Thai Pipeline Network Company Limited (TPN) would provide oil transportation service to the northeast. The Project was expected to commercially operate in late 2021 as scheduled. Generally, oil was transported from Saraburi Province to Khon Kaen Province by trucks. EGCO's oil pipeline project would be more competitive in terms of higher transportation volume and transportation speed.

There were no further questions; therefore, the Chairman asked shareholders to approve the Company's financial statements for the year ended December 31, 2020 which was audited and certified by the Auditor and reviewed by the AC as shown in the Financial Report distributed to shareholders with the notice to the meeting. The resolution required the majority of votes of shareholders who attended the meeting and cast their votes.

Shareholders' 2021 Annual General MeetingApril 19, 2021**RESOLUTION:**

Having considered the matter, the shareholders with the majority votes of shareholders who were present in the meeting and cast the votes approved the financial statements ended December 31, 2020 as proposed by the Chairman with details as shown below.

Voting Result	No. of Votes (1 share = 1 vote)	Percent of the total votes of shareholders attending the Meeting and cast their vote
Favor	382,844,333	100.0000
Against	0	0.0000
Abstention	15,000	-
Voided ballot	0	-
Total voting shares	382,859,333	-

Agenda 4 To Consider and Approve the Dividend Payment from Operating Results of 2020

The Chairman reported to the shareholders that in the absence of unforeseen circumstances, the Company had a policy to dividend approximately 40% of the consolidated net profit after taxation, or to increase the dividend amount in a steady manner, to the shareholders. It should be noted that the Company's legal reserve had reached the amount of THB 530 million which was 10% of the registered capital as required by law.

Additionally, Article 41 of the Company's Articles of Association stated that the Board of Directors might pay interim dividend if the profit was adequate for doing so and should report the interim dividend payment to the shareholders at the next meeting. With respect to this, the Board of Directors in the meeting no. 11/2020 on August 20, 2020 resolved the interim dividend payment from the first half-year operation at THB 3.00 per share totaling THB 1,579 million. Consequently, the dividend payment was made on September 17, 2020.

To appropriate the net profit as dividend, the Company considered the net profit in 2020 amounting to THB 8,733 million or THB 16.59 per share, which had decreased from the 2019's net profit by THB 4,326 million or 33.13%. Excluding the effects of Foreign Exchange (FX) gains (losses), Deferred Tax, Impairment, Financial instruments and Lease Income, the profit from normal operation in 2020 amounting to THB 8,738 million, decreasing by THB 1,630 million from the 2019's the profit from normal operation. Concerning the future investment plan and the Company's cash flow, the dividend for 2020 should be paid at THB 6.50 per share, accountable to THB 3,422 million or 39.18% of the net profit of THB 8,733 million. The proposed dividend amount was the same amount as the approved dividend in 2019. As the interim dividend for the first half-year operating had been paid at THB 3.00 per share, the year-end dividend

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would be paid on April 27, 2021 at THB 3.50 per share, totaling THB 1,843 million for the aggregate shares of 526,465,000.

As such, the comparison of the dividend payments between 2020 and 2019 was detailed below:

Description	2020		2019	
Net Profit (THB million)	8,733		13,059	
Number of shares	526,465,000		526,465,000	
Earnings per share (THB)	16.59		24.81	
Dividend per share (THB)	6.50		6.50	
	3.00	3.50	3.25	3.25
Total Dividend per share (THB)	6.50		6.50	
Total dividend amount (THB million)	3,422		3,422	
Dividend Payout Ratio (%)	39		26	

After that, the Chairman invited shareholders to submit questions in advance, ask questions during the meeting through VDO Conference and Q&A channel. However, no question was asked for this agenda. Then, the Chairman proposed to the Meeting for consideration the dividend payment from second half-year performance of 2020 at THB 3.50 per share to be paid to the shareholders on April 27, 2021 as proposed; and proposed to the Meeting for acknowledgement of the first half-year interim dividend payments at THB 3.00 per share, totaling THB 6.50 per share amounting to THB 3,422 million. The resolution required the majority of votes of shareholders who attended the meeting and cast the votes.

RESOLUTION:

Having considered the matter, the shareholders, with the majority votes of shareholders who were present and cast the votes, approved the dividend payment from the second-half year operation performance of 2020 at THB 3.50 per share, totaling THB 1,843 million on April 27, 2021, and acknowledged the payment of an interim dividend for the first-half year operation at THB 3.00 per share. The voting details were as shown below.

Voting Result	No. of Votes (1 share = 1 vote)	Percent of the total votes of shareholders attending the Meeting and cast their vote
Favor	361,494,833	94.4197
Against	21,264,500	5.5802
Abstention	0	-
Voided ballot	0	-
Total voting shares	382,859,333	-

Agenda 5 To Consider the Appointment of the Auditors and to Determine the Audit Fee

The Chairman delegated Mrs. Jaruwan Ruangswadipong, Lead Independent Director in the capacity of the AC Chairman, to present the information of auditor selection to the shareholders. The AC Chairman reported to the shareholders that the Capital Market Supervisory Board determined that an auditor of a listed company in the Stock Exchange of Thailand (SET) had to be rotated every seven fiscal years, regardless of consecutiveness, and had to refrain from performing audit services for such listed company for five consecutive fiscal years. This new rule was effective from January 1, 2019. In addition, the Securities and Exchange Commission had announced the auditor rotation practice that if the auditors were except from providing audit services (cooling-off) for two consecutive years (2017-2018) according to the original regulation, the auditors could begin counting the new period for their audit services for seven years (2019-2025). Since the Company put priority on the independence of the auditor, the Company set the policy to change the statutory auditor of the Company in order to comply with the rule of the Capital Market Supervisory Board. Besides, the Company set the policy to select the Company's auditor from the leading auditing firms based on qualifications and comparison of the audit fee every three years. With respect to this, 2019 was the latest year that EGCO Group had considered the auditor selection by comparing the qualifications and audit fee.

The Board of Directors and the AC viewed that the auditors from PricewaterhouseCoopers ABAS Limited ("PwC") were professional, impartial, independent, experienced in accounting audit of energy business. Understanding power business and being familiar with business of EGCO, PwC could consistently render its auditing service with useful advice and good time management. Since PwC was a reputable auditing firm which applied the broadly accepted international auditing standards and had a worldwide connection to facilitate the audit work of EGCO's overseas subsidiaries and joint ventures, auditors from PwC should be appointed as the Company's statutory auditors for year 2021 by designating one of below auditors to perform auditing work and express opinions on the Company's financial statements;

1. Ms. Amornrat Pearmpoonvatanasuk, Certified Public Accountant (Thailand) No. 4599 or,
2. Mr. Vichien Khingmontri, Certified Public Accountant (Thailand) No. 3977 or,
3. Ms. Rodjanart Banyatananusard, Certified Public Accountant (Thailand) No. 8435

As the above list of auditors, Ms. Amornrat Pearmpoonvatanasuk had affixed her signature to review or audit and express opinion on the EGCO Group's financial statements for 2 years (2019-2020) for her new period, pursuant to the auditor rotation practice announced by the Securities and Exchange Commission mentioned above; and had refrained from providing the audit services for two years (2017-2018). Mr. Vichien Khingmontri had affixed his signature to review or audit and had expressed his opinion on the EGCO Group's financial statements for two consecutive years (2017-2018).

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Ms. Rodjanart Banyatananusard had not yet signed on the EGCO Group's financial statements. These practices complied with the regulation of the Capital Market Supervisory Board and the resolution of the AC regarding the auditor rotation. With respect to this, the 2020 audit fee was proposed as follows:

1. The audit fee for 2021 amounting to THB 3,522,400, which was increased by THB 225,000 due to the increase of review fee from 2 projects in 2020 to 3 projects in 2021. Those would be stated in the engagement contract in which the payment would be made only when the transaction was occurred.
2. The out-of-pocket expenses for audit work in Thailand were not exceeding THB 175,000. With respect to the overseas audit work, the Company would also be responsible for the auditors' overseas traveling expenses as appropriate.

Moreover, the non-audit fee in 2020 amounted to THB 34,620,600, and THB 33,820,600 of which was already paid. The remaining amount of THB 800,000 would be paid after the completion of the service.

Additionally, the auditors from PwC had served as auditors of EGCO and all subsidiaries except Quezon Power (Philippines) Co., Ltd. (Quezon) and Quezon Management Services Inc., which appointed auditors from SyCip Gorres Velayo & Co., ("SyCip") as their statutory auditors since the auditors had worked for those two companies before EGCO's acquisition. Being experienced and having good acquaintance with Quezon business facilitated EGCO to complete its financial statements within the timeframe.

It should be noted that PwC and the proposed auditors to serve EGCO and its subsidiaries had neither interest nor relationship with the Company, its subsidiaries, management, major shareholders or other related persons that might deprive their independence in discharging their duties.

According to the above reasons, the Board of Directors, with the recommendation of the AC, then proposed the appointment of PwC's Certified Public Accountants, namely Ms. Amornrat Pearmpoonvatanasuk, Certified Public Accountant (Thailand) No. 4599 or, Mr. Vichien Khingmontri, Certified Public Accountant (Thailand) No. 3977 or, Ms. Rodjanart Banyatananusard, Certified Public Accountant (Thailand) No. 8435, to be the Company's auditors, anyone being authorized to conduct the audit and provide the opinions on the financial statements of the Company with the audit fee for year 2021 of THB 3,522,400 and the out-of-pocket expenses for audit work in Thailand of not exceeding THB 175,000 while the Company would be responsible for the auditors' overseas traveling expenses. The shareholders should authorize the Board of Directors to appoint alternate certified public accountant from PwC in case of absence of the three auditors as stated above. In addition, the Board of Directors should be authorized to consider and approve the review fee of the financial statements of subsidiary, associated and joint venture companies which would be established or acquired during the year.

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After that, the Chairman invited shareholders to submit questions in advance, ask questions during the meeting through VDO Conference and Q&A channel. However, no question was asked for this agenda. Then, the Chairman called for the voting to approve the appointment of the Company's statutory auditors and the audit fee. The approval of this item required the majority of votes of shareholders who attended the meeting and cast their votes.

RESOLUTION:

Having considered the matter, the shareholders approved, with majority of votes of shareholders who attended the meeting and cast their votes. The appointment of the Company's auditors for year 2021, namely Ms. Amornrat Pearmpoonvatanasuk, Certified Public Accountant (Thailand) No. 4599 or, Mr. Vichien Khingmontri, Certified Public Accountant (Thailand) No. 3977 or, Ms. Rodjanart Banyatananusard, Certified Public Accountant (Thailand) No. 8435 of PwC, any one being authorized to conduct the audit and express an opinion on the annual financial statements of the Company. The 2021 audit fee was approved at THB 3,522,400 plus the out-of-pocket expenses for audit in Thailand at not exceeding THB 175,000. The Company would also be responsible for the auditors' overseas traveling expenses. The shareholders also authorized the Board of Directors to consider and approve the alternate certified public auditors of PwC in case of the absence of the above auditors; and to approve the additional quarterly review fees of any subsidiaries, associate companies or joint venture companies, to be incorporated during the year 2021 from business expansion. Details of the voting result were as shown below:

Voting Result	No. of Votes (1 share = 1 vote)	Percent of the total votes of shareholders attending the Meeting and cast their vote
Favor	359,908,000	94.0076
Against	22,941,533	5.9923
Abstention	9,800	-
Voided ballot	0	-
Total voting shares	382,859,333	-

Agenda 6 **To Consider and Determine the Directors' Remuneration**

The Chairman informed that taking into account the responsibilities of the Board, the Company's performances, directors' performance, competitiveness with the peer companies, and the motivation to attract and retain qualified directors, the Board of Directors with the recommendation of the Nomination and Remuneration Committee proposed to the shareholders to consider the directors' remuneration comprising bonus, monthly retainer fee and meeting allowance, and Board Committees' remuneration as follows:

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1. Bonus for the 2020 performance: to be paid to directors at the Board's discretion in the amount of THB 25 million which was the same amount as the bonus from the 2019 performance approved by the Shareholders. The proposed bonus of THB 25 million was accountable to 0.73% of 2020 dividend payment;
2. Monthly Retainer Fee and Meeting Allowance: to be maintained as approved by the Shareholders in 2020 at THB 30,000 and THB 10,000, respectively. Meeting allowance for directors absent from the meeting should be waived. The Chairman and the Vice Chairman of the Board should receive an additional 25% and 10% of both monthly retainer and meeting allowance, respectively;
3. Board Committee's Remuneration: to maintain Board Committee's remuneration, namely Audit Committee, Investment Committee, Nomination and Remuneration Committee, Corporate Governance and Social Responsibility Committee and Risk Oversight Committee, at the same rate as approved by the Shareholders in 2020. The details of Board Committees' were as follows:

Committee	Remuneration (THB)		Meeting Allowance (THB)	
	2020	2019	2020	2019
Audit Committee	20,000	20,000	20,000	20,000
Investment Committee	20,000	20,000	20,000	20,000
Nomination and Remuneration Committee	20,000	20,000	20,000	20,000
Corporate Governance and Social Responsibility Committee	-	-	24,000	24,000
Risk Oversight Committee	-	-	24,000	24,000

The Chairman of each Board Committee would receive more retainer fee and/ or meeting allowance than directors at 25%.

4. Other benefits: no other benefits provided to the Board of Directors and the Board Committees
5. The remuneration of any Committee newly established or revised during the year should be at the Board's discretion according to appropriateness and responsibility.
6. The President was not entitled to any directors' remuneration.

After that, the Chairman invited shareholders to submit questions in advance, ask questions during the meeting through VDO Conference and Q&A channel. However, no question was asked for this agenda. Then, the Chairman called for the voting on directors' remuneration. The resolution required not less than two-thirds of all votes of the shareholders who were attending the meeting.

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Having considered the matter, the shareholders approved, with the votes exceeding two-thirds of all votes of shareholders who were present in the meeting, the bonus for 2020, the monthly retainer fee and the meeting allowance for 2021, and the remuneration for Board Committees as proposed by the Chairman. Details of voting result were as shown below:

Voting Result	No. of Votes (1 share = 1 vote)	Percent of the total votes of shareholders attending the meeting
Favor	378,940,518	98.9764
Against	3,918,595	1.0235
Abstention	220	0.0000
Voided ballot	0	0.000
Total voting shares	382,859,333	100.0000

Agenda 7 To Consider and Elect Directors to Replace the Retiring Directors

The Chairman reported to the shareholders that Section 71 of the Public Limited Companies Act and Article 17 of the Company's Articles of Association stipulated that one-third of the directors shall retire by rotation at the Shareholders' Annual General Meeting. Upon this meeting, the following 5 directors would retire by rotation.

- | | |
|---------------------------|----------------------|
| 1. Mr. Pasu Loharjuns | Independent Director |
| 2. Mrs. Nualnoi Treerat | Independent Director |
| 3. Mr. Bordin Rasameethes | Independent Director |
| 4. Mr. Kulit Sombatsiri | Director |
| 5. Mr. Pisut Painmanakul | Director |

For transparency and for shareholders' convenience to freely discuss on director election, all retired directors voluntarily excused from the meeting. As Mr. Kulit Sombatsiri, Chairman of the Board, also excused himself from the meeting, he could not act as the Chairman to continue the meeting. In this regard, the Chairman delegated Mrs. Jaruwan Ruangswadipong, Lead Independent Director, to further conduct meeting as the Interim Chairman.

The Interim Chairman informed that the Company posted on the Company's website to welcome the shareholders' recommendations on director nominees but no recommendation was received. In this regard, the Nomination and Remuneration Committee, excluding the directors having potential

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conflicts of interest in this election, sought the qualified candidates from the director pools of the Ministry of Finance and Thai Institute of Directors (IOD) based on the Company's director nomination procedure. The criteria for director nomination was taken into account the candidates' qualifications as required by law, by the Company's Articles of Association and related regulations including the appropriate composition of the Board with diversity of age, gender, nationality and ethnicity, and required qualifications, skills, experiences and expertise of the candidates to benefit the Company's strategy and to strengthen the Company's governance in order to boost the Company's performance to achieve its strategic goal. The proposal of the re-election of retired directors was based on their past performance, devotion and responsibilities during their service terms. The Board of Directors with the recommendations from the Nomination and Remuneration Committee proposed to the Meeting the election of directors as following details.

1. To elect 2 new independent directors namely

- Mrs. Wannipa Bhakdibutr, replacing Mrs. Nualnoi Treerate
- Mr. Poomjai Attanun, replacing Mr. Bordin Rassameethes

Both of them had completed their 2 office terms as the Company's independent directors in accordance with the Company's corporate governance principles.

2. To re-elect the following 3 directors for another term namely Mr. Pasu Loharjun, independent director, Mr. Kulit Sombatsiri, director and Mr. Pisut Painmanakul, director.

EGCO independent directors prescribed that independent directors should hold shares not more than 0.5% of the paid-up capital with the voting right of EGCO. Among 3 of the nominees of independent directors, Mr. Pasu Loharjun owned 800 shares, accountable to 0.000152% of the total voting shares, which still met the definition of independent directors. Also, 3 of them did not either have any relation in Company's business or participate in Company's administration and did not provide any technical services to the Company. The resume of the proposed directors was presented in Attachment # 5 of the notice to the meeting.

After that, the Chairman invited shareholders to submit questions in advance, ask questions during the meeting. However, no question was asked for this agenda. Then, the Chairman called for the voting on director election on individual basis. The resolution required not less than four-fifths of votes of the shareholders who were present in the meeting and had voting right. After the voting procedure was completed, the Chairman invited all retiring directors back to the meeting.

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Having considered the matter, the shareholders resolved to elect 2 new independent directors namely Mrs. Wannipa Bhakdibutr in place of Mrs. Nualnoi Treerat, and Mr. Poomjai Attanunt in place of Mr. Bordin Rassameethes; and to re-elect 3 directors namely Mr. Pasu Loharjun, independent director, Mr. Kulit Sombatsiri, director, and Mr. Pisut Painmanakul, director for another term. The number of the votes in favor for each director exceeded four-fifths of the votes of shareholders who were present in the meeting and had voting right. Details of the voting result for each director were as shown below:

Directors	The votes of the shareholders who were present in the meeting and had voting right				
	In Favor (%)	Against (%)	Abstention (%)	Void Ballot (%)	Total (%)
1. Mrs. Wannipa Bhakdibutr Independent Director	381,026,830 (99.5213)	1,832,402 (0.4786)	101 (0.0000)	0 (0.0000)	382,859,333 (100.0000)
2. Mr. Poomjai Attanun Independent Director	380,056,330 (99.2678)	2,802,102 (0.7318)	901 (0.0002)	0 (0.0000)	382,859,333 (100.0000)
3. Mr. Pasu Loharjun Independent Director	380,327,715 (99.3387)	2,530,717 (0.6610)	901 (0.0002)	0 (0.0000)	382,859,333 (100.0000)
4. Mr. Kulit Sombatsiri Director	377,520,445 (98.6055)	4,267,088 (1.1145)	1,071,800 (0.2799)	0 (0.0000)	382,859,333 (100.0000)
5. Mr. Pisut Painmanakul Director	379,175,215 (99.0377)	3,683,218 (0.9620)	900 (0.0002)	0 (0.0000)	382,859,333 (100.0000)

Agenda 8 To Consider Other Matters

The Chairman informed that the consideration for all general agenda was completed and the meeting came to Agenda 8: To Consider Other Matters. According to Section 105 Paragraph 2 of Public Limited Companies Act and Article 34 Paragraph 2 of the Company's Articles of Association, shareholders holding an aggregate number of shares not less than one-third of the total number of shares sold were able to request the Meeting to consider other matters in addition to those specified in the agenda. No other businesses were proposed by the shareholders and proxies, the Chairman invited questions/recommendations on general issues from the shareholders. There were some questions raised by the shareholders and Mr. Kulit Sombatsiri, Chairman and Mr. Thepparat Theppitak, President, provided the answers which were summarized below.

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Question:

Mr. Prawit Wirojwongchai, shareholder, inquired that what EGCO's investment plan would be in 2021 and in the next 3 years. Viewing that electricity vehicles would be the future trend in which electricity would be more consumed, he would like to know the Management's view whether renewable energy could serve the increasing demand. Also, he would like to know the possibility of clean coal-fired power plants in the future.

Answer:

In 2021, EGCO planned its investment in new power plants with the target of 1,000 equity MW at minimum. Along EGCO's 3-5 year investment plan, EGCO still focused on the related-power business either energy business, smart grid and infrastructure.

Regarding the direction of renewable energy and clean coal-fired power plants, the Chairman clarified that if the national grid system was improved to be the smart grid, able to accommodate electricity input from renewable energy such as biomass and biogas power. In that case, renewable energy could serve the increasing demand of electricity. That would be EGCO's further investment opportunities in renewable energy. Presently, EGCO was developing biomass and biogas community power plant projects.

For clean coal-fired power plants, the new technology for Carbon Capture, Utilization and Storage, CCUS was under study; this technology would help promote development of clean coal-fired power plant. EGCO was studying to apply this technology aiming to align EGCO's operation with the future's energy trend and Government's policy on the clean energy promotion.

Additionally, EGCO had put an importance on and supported the investment in renewable energy projects for many years, starting with a renewable power plant in 2000 and having total 1,346 equity MW for renewable energy in its existing portfolio. In some countries, the development of coal-fired power plants still appeared in their national Power Development Plan (PDP), even in developing countries, given that the cost of this type of power plant was low and the plant could enhance the nation's electricity stability.

Question:

Mr. Tul Suthaporn, shareholder, questioned about the source of fund for the investment capital of THB 1.5 billion to serve the 5-year investment plan.

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Answer: The Chairman assigned Mr. Somkiat Suthiwanich, CFO, to answer this question. Mr. Somkiat clarified that the sources of fund for the capital budget of THB 1.5 billion came from (1) cash in hand and short-term investment in the approximate amount of THB 20,000 million (2) cash from operation in the next 5 years amounted to THB 5,000-6,000 million per year and (3) the financial support in terms of loan and debentures from financial institutions. Due to low Debt to Equity ratio, EGCO was in a good position to secure more loan. The THB 1.5 billion capital would be used to support various projects for 5 years.

Question: Mr. Bordin Vongvitayapirom, shareholder, asked EGCO to elaborate more of its investment; for example Corporate Venture Capital (CVC) projects, in order to assure the shareholders of the Company's growth. Apart from this, he questioned whether EGCO had any investment in Hydrogen Value Chain projects especially Green Hydrogen.

Answer: EGCO could not disclose any details about its under-development projects due to the confidentiality agreements with potential partners. Since the success of project was uncertain, the Company could not disclose any details as regulated by the Stock Exchange of Thailand.

For hydro value chain projects, EGCO invested in Gung Dong Fuel Cell Project located in South Korea. It was a power plant composed of fuel cells with electrochemical devices that combined hydrogen from natural gas and oxygen to produce electricity and heat.

Furthermore, EGCO was interested in studying and investing in a bio-hydrogenerated diesel (BHD) project which was a new technology.

Question: Mr. Voratas Supapantita, shareholder, asked as follows:

1. Were there any projects to be retired in the next 5 years and how many Megawatts they would be? and
2. Which projects of which the tariff in the Power Purchase Agreement (PPA) would gradually decrease and how many Megawatts they could be?

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Mr. Thepparat, President, provided the following answers.

1. The Power Purchase Agreements (PPA) of these following power plants would expire soon.

Power Plant	MW of EGCO's Equity Portion	Expired Year	Renewal of PPA
EGCO Cogen	93.06	2024	Renewal of PPA
Roi Et Green	6.19	2024	No renewal of PPA
QPL	460	2025	Under consideration of PPA renewal or selling electricity in the pool market due to lower cost

2. Compositions of electricity tariff were varied projects by projects depending on the types of power plants. For example, an available payment of IPP power plants would be decreased by the loan payment term. For renewable power plants, the decrease of tariff would be varied by the adder period. EGCO had taken into account the decrease of tariff of each type of power plants before hand.

Having finished the question and answer session, the President informed that EGCO shall arrange no investor relation activity: site visit, for shareholders' health sake and to prevent the COVID-19 outbreak. Yet, the Company should inform the shareholders if there were any changes on the Company's website at www.egco.com.

There were no other matters raised for consideration, the Chairman then closed the meeting and thanked all shareholders for attending the meeting and providing useful recommendations to the Company.

The meeting adjourned at 4.15 p.m.

After the President declared the meeting open, the shareholders still registered to attend the meeting resulting in the increasing numbers of shareholders and proxies to forty-nine (49) and seven hundred and fifty-eight (758) shareholders attending the meeting in person and by proxy, respectively, or eight hundred and seven (807) in total holding 382,895,333 shares or 72.7226 % of the total outstanding shares.

Signed _____ Chairman of the Board
(Mr. Kulit Sombatsiri)

Note: An English version of the Minutes of Shareholders' Annual General Meeting for year 2021 had been prepared from the Thai version. In the event of a conflict or a difference in interpretation between the two languages, the Thai version shall prevail.



Attachment # 2

QR Code 1: for downloading 2021 Annual Report (One Report) and the Notice of Shareholders' 2022 Annual General Meeting in digital format



2020 Annual Report, Notice of Shareholders' 2022 Annual General Meeting, and Advance Inquiry Form
before Shareholders' meeting QR Code Download Guide

The Stock Exchange of Thailand (SET) had developed a platform for public companies delivering the notice of Shareholders' Annual General Meeting, annual report, relevant documents and reports in a form of QR Code other than printed version or CD-ROM to company's Shareholders, which will facilitate Shareholders to online download the documents easier and more conveniently. In 2022, the Company decided to use QR Code platform to facilitate Shareholders getting the Notice of Shareholders' 2022 Annual General Meeting and 2021 Annual Report (One-Report) through QR Code 1. Additionally, the Company would like to facilitate Shareholders to conveniently send the questions, comments, or inquiries through Advance Inquiry Submission Form embedded in QR Code in Attachment # 14. Shareholders can now download those documents by following instructions below;

For those who use iPhones or iPads with iOS version 11 or higher

- 1) Open "Camera" application in case of using iPhone or iPad with English menu
- 2) Scan the QR Code appeared in documents by positioning the QR Code in the center of camera with appropriate distance between the QR Code and the camera's lenses
- 3) Once your phone can identify the QR Code, the notification will appear. Please select the appeared notification
- 4) In case of scanning QR Code 1, your phone will be redirected to the browser "Safari" and will appear SET's website. If scanning QR Code in Attachment # 14, your phone will appear "Advance Inquiry Submission Form"
- 5) For QR Code 1, Shareholders can either download all documents or choose to download the file separately based on shareholders' demand. However, for the advance inquiry submission form (QR Code in Attachment # 14), shareholders are recommended to fill in questions in the forms accordingly.

**Shareholders can use other applications such as LINE Messaging application or applications developed specifically for QR Code reader to scan and download necessary documents. For Line application, please follow the Android's Line QR Code guidelines.*

For those who use Android smartphones

*Shareholders can use LINE Messaging application or applications developed specifically for QR Code reader, available to download via Google Play Store.

In case shareholders use LINE Messaging application

- 1) Open Line Messaging application
- 2) Open "add friend" directory and then select "QR Code"
- 3) Scan the QR Code appeared in documents by positioning the QR Code in the center of camera with appropriate distance between the QR Code and the camera's lenses.
- 4) In case of scanning QR Code 1, your phone will be redirected to SET's website. For QR Code in Attachment # 14, your phone will be redirected to Google Forms website with "Advance Inquiry Submission Form"
- 5) For QR Code 1, the documents will be appeared in SET's website. You can now download by either downloading all documents or selected document. For QR Code in Attachment # 14, please follow the questions in Google Forms accordingly

**In case shareholders use other applications, please follow thoroughly the guidelines within the application.*



**Amornrat
Pearmpoonvatanasuk**
C.P.A. (Thailand) No. 4599

Education:

- Master degree in Accountancy, Chulalongkorn University
- Bachelor Degree in Accountancy, Chulalongkorn University

Experience:

- Energy Leader and Assurance Partner of PricewaterhouseCoopers ABAS Ltd.
- Amornrat has over 25 years of experience with PwC in Thailand, including 1.5 years with PwC in Australia and 3 months with PwC in the United States of America.
- Amornrat has extensive experience in auditing and accounting advisory for the listed companies in Thailand and multinational companies, especially in power and utility, energy, oil and gas and mining industries. Amornrat has an in depth understanding of the issues relevant to these industries and the specific TFRS, US GAAP and IFRS applicable to them including the areas of accounting for business acquisitions and IFRS conversion projects.



**Wanvimol
Preechawat**

C.P.A. (Thailand) No. 9548

Education:

- Master degree in Business Administration, Chulalongkorn University
- Bachelor Degree in Accountancy, Kasetsart University

Experience:

- Assurance Partner of PricewaterhouseCoopers ABAS Ltd.
- Wanvimol has over 18 years of experience with PwC in Thailand.
- Wanvimol has extensive experience in auditing and accounting advisory for the listed companies in Thailand and multinational companies, especially in power and utility, energy industries. Wanvimol has an in depth understanding of the issues relevant to these industries and the specific TFRS and IFRS applicable to them including the areas of accounting for business acquisitions and IFRS conversion projects.



**Boonrueng
Lerdwiseswit**

C.P.A. (Thailand) No. 6552

Education:

- Bachelor Degree in Accountancy, Thammasat University

Experience:

- Assurance Partner of PricewaterhouseCoopers ABAS Ltd.
- Boonrueng has over 20 years of experience with PwC in Thailand. In addition, Boonrueng has been worked with PwC in the United States of America for 3 years and PwC in Japan, Tokyo branch for 2 years.
- Boonrueng has extensive experience in auditing and accounting advisory for the listed companies in Thailand and multinational companies, especially in oil and gas and power and utility industries. Boonrueng has an in depth understanding of the issues relevant to these industries and the specific TFRS, US GAAP and IFRS applicable to them including the areas of accounting for business acquisitions and IFRS conversion projects.



**Rodjanart
Banyatananusard**
C.P.A. (Thailand) No. 8435

Education:

- Master degree in Business Administration, Thammasat University
- Bachelor Degree in Accountancy, Chiang Mai University

Experience:

- Assurance Partner of PricewaterhouseCoopers ABAS Ltd.
- Rodjanart has over 20 years of experience with PwC in Thailand.
- Rodjanart has extensive experience in auditing and accounting advisory for the listed companies in Thailand and multinational companies, especially in power and utility, energy and mining industries. Rodjanart has an in depth understanding of the issues relevant to these industries and the specific TFRS and IFRS applicable to them including the areas of accounting for business acquisitions and IFRS conversion projects.



Electricity Generating Public Company Limited
Board Committees' Charters

Audit Committee Charter (At least 3 independent directors)

1. Review the accuracy and adequacy of the Company's financial reports.
2. Review the appropriateness and effectiveness of the Company and its subsidiaries' internal control systems, and internal audit functions and determine Internal Audit Division's independence.
3. Approve the appointment, rotation, termination and annual performance appraisal of SVP – Internal Audit
4. Review the Company's compliance with the Securities and Exchange Acts, Regulations of the SET and any other laws relating to the Company's business.
5. Consider, select, as well as propose the appointment or termination of an independent person to be the Company's auditor, together with the associated audit fees.
6. Consider non-audit services performed by the external auditors to review and confirm their independence.
7. Consider and endorse the significant changes in accounting policy of the Company prior to proposing to the Board for approval.
8. Meet with the external auditors exclusively at least once a year.
9. Consider the related transactions or any transactions that may involve conflicts of interest, to comply with rules and regulations of SET and to ensure that such transactions are reasonable and for the maximum benefits of the Company.
10. Consider and endorse the Company's regulation on Internal Audit prior to proposing to the Board for approval.
11. Approve the internal audit plan as well as budget and personnel plan.
12. Acknowledge and opine on internal audit reports of Internal Audit Division.
13. Meet with SVP – Internal Audit exclusively at least once a year.
14. Review with the Management the preparation of the Management's Discussion and Analysis or MD&A, to be disclosed in the Annual Report.
15. Prepare the Audit Committee report that describes the Audit Committee's activities and responsibilities. This report shall be signed by the Chairman of the Audit Committee and disclosed in the Annual Report and consist of at least the following information:
 - (a) Opinions on accuracy, completeness and reliability of the Company's financial reports
 - (b) Opinions on the adequacy of the Company and its subsidiaries' internal control system
 - (c) Opinions on the Company's compliance with the laws relating to securities and exchange, SET's regulations, or the laws relating to the Company's business.
 - (d) Opinions on the suitability of an auditor,
 - (e) Opinions on the transactions that may lead to conflicts of interests,
 - (f) The number of the Audit Committee meetings and meetings attendance of the individual committee members,
 - (g) Overall opinions or observations that are acknowledged by the Committee in the course of performing their duties in accordance with the charter

- (h) Other matters deemed appropriate to be acknowledged by the shareholders and general investors within the scope of duties and responsibilities assigned by the Board.
16. Inspect any suspiciousness reported by the Company's auditor, that the President, the Management or any person who responsible for the company's operation commits an offence under the Securities and Exchange Act (No. 4) B.E. 2551. The Committee shall report the result of preliminary inspection to the Office of the Securities and Exchange Commission and to the auditor within thirty days after being informed by the auditor.
 17. Govern the compliance of anti-corruption policy and review related measures and internal control of the Company.
 18. Consider complaint issues regarding frauds or corruptions of the Company and its subsidiaries.
 19. Review the Audit Committee Charter and conduct self-assessment at least once a year.
 20. Perform any assignment from the Board with approval of the Audit Committee.

Refer to the above responsibilities, the Committee is accountable to the Company's Board of Directors whereas the Board remains responsible to outside parties for the operation of the Company.

Risk Oversight Committee Charter (3 Independent directors, 2 directors and President)

Scopes of work of Risk Oversight Committee covers the following duties:

1. Consider and provide recommendations on enterprise risk management policy and framework to be proposed to the Board of Directors for approval
2. Consider and provide recommendations on risk appetite and risk tolerance for constant effectiveness to be proposed to the Board of Directors for approval
3. Oversee the Company to ensure the key risks and their impacts and possibilities are identified including considering the enterprise risk management plan and process,
4. Monitor and assess the Company's risk management to comply with the risk management framework and plans
5. Regularly report to the Board of Directors on the result of risk assessment and implemented measures. In case of any significant issues materially impacting to the Company, the Board of Directors should be informed promptly for further actions
6. Provide recommendations on the risk management to directors, management and EGCO Management Committee, with continuous encouragement and support for the improvement and development of risk management system within the company
7. Monitor and encourage the review of the enterprise risk management policy and framework at least once a year to ensure the company's risk management policy and framework suited to EGCO's business process and risk mitigation activities
8. Regularly review and update its own charter to ensure its appropriateness to be proposed to the Board for approval
9. Evaluate the effectiveness of Risk Oversight Committee performance annually
10. Perform other duties relating to the risk management as may be assigned by the Board

Investment Committee Charter (4 directors and President)

The main scopes of work of the IC cover investment, asset management, accounting, finance and treasury management:

1. Consider policies, regulations or any same class document regarding investment, asset management, accounting, financial management and procurement for the Board's consideration with biannual review and subsequently revision if necessary or in case of any significant changes.
2. Consider charter of the Committee to be proposed to the Board and biannually review with subsequent revision if necessary or in case of any significant changes.
3. Consider Company's strategic plan, business plan, action plan and annual budget for the Board's consideration.
4. Determine Corporate KPIs for the Board's consideration.
5. Monitor progress of Corporate KPIs and assess their performance.
6. Endorse the increase or reduction of the registered capital for the Board's consideration.
7. Endorse to propose to the Board to consider acquisition, investment, and divestment of Company's assets.
8. Endorse the Company's financing for the Board's consideration.
9. Endorse the Company's project and asset management for the Board's consideration.
10. Endorse the Company's profit allocation, financial management, financial support to EGCO Group's companies including significant financial transactions for the Board's consideration.
11. Consider procurement and disposal material management as stated in the Company's regulations and Table of Authorities.
12. Consider risks associated with investment and finance and their preventive measures and mitigations to the Board for consideration.
13. Evaluate the effectiveness of the Committee annually.
14. Other issues as assigned by the Board and as stipulated in the Company's regulations and principles.

Nomination and Remuneration Committee Charter (3 independent directors and 2 directors)

The scopes of work of the Nomination and Remuneration Committee cover nomination, remuneration, benefits and HR management with the following responsibilities:

1. Consider policies, regulations or any same class documents regarding HR matters for the Board's consideration and biannually review with subsequent revision if necessary or in case of any significant changes.
2. Consider charter of the Committee to be proposed to the Board and biannually review with subsequent revision if necessary or in case of any significant changes.
3. Endorse to the Board to consider the structure, composition and qualifications of Board and subcommittees.
4. Recommend the list of nominees for the Board's consideration in case of vacancies by rotation and/or in case of casual vacancies.
5. Recommend for the Board's consideration remuneration structure, including meeting allowance, annual bonus, welfare, and other benefits in cash and in kind for EGCO Board and Board of EGCO Group's companies in which EGCO has management control.

6. Consider Annual performance appraisal forms for Board's consideration.
7. Endorse organization restructure of EGCO and EGCO Group's companies in which EGCO has management control (Senior Vice Presidents (SVP) upward).
8. Endorse for the Board's consideration Company's annual manpower planning,
9. Scrutinize the list of nominees for EGCO President in case of vacancy for the Board's consideration.
10. Consider appointment, promotion, rotation and removal of the Senior Executive Vice Presidents ("SEVP"), Executive Vice Presidents ("EVP") of EGCO and Corporate Secretary, as authority stated in the regulations and Table of Authority.
11. Consider appointment of EGCO representative directors in EGCO Group's companies and joint venture companies based on the equity proportion or shareholders' agreements, to be in line with the regulations and Table of Authorities.
12. Recommend the result of performance evaluation of EGCO President and SEVPs to the Board for consideration.
13. Evaluate the performance of all EVPs and Corporate Secretary.
14. Endorse succession plans of EGCO's EVP upward to the Board's consideration.
15. Endorse to the Board's consideration remuneration structure, including meeting allowance, annual bonus, welfare, and other benefits in cash and in kind for EGCO and of EGCO Group's companies in which EGCO has management control.
16. Consider budget for annual salary increase rate of the employees of EGCO and the EGCO Group's companies in which EGCO has management control.
17. Consider corporate bonus criteria of EGCO and EGCO Group's companies in which EGCO has management control.
18. Determine Bonus-linked KPIs to determine annual bonus for EGCO and EGCO Group's companies in which EGCO has management control.
19. Endorse special bonus to be proposed to the Board.
20. Endorse for the Board's consideration the early retirement program for the employees of EGCO and EGCO Group's companies in which EGCO has management control.
21. Consider risks and mitigation measures associated to HR issues to the Board for consideration.
22. Evaluate the effectiveness of the Committee annually.
23. Other issues as assigned by the Board and as stipulated in the Company's regulations and principles.

Corporate Governance and Social Responsibility Committee Charter (3 independent directors, 1 director and President)

Scopes of Work covers CG, code of conduct and CSR, environment and sustainability management for the following duties:

1. Endorse to the Board for consideration policies aligning to the rules and regulations issued by the government or regulators such as the Stock Exchange of Thailand and Office of Securities and Exchange Commission, as well as biannually review and subsequently revise if necessary or in case of any significant changes.

2. Establish the Charter of Committee to be proposed to the Board for consideration, biannually review with subsequent revision if necessary or in case of any significant changes.
3. Endorse objectives and annual plans, to be in line with the strategic plan, for the Board's approval.
4. Oversee, monitor and appraise the performance to comply with the policies, practices, objectives and approved plans.
5. Encourage, support and advise directors, executives and employees to assure their compliance with the policy, practices, objectives and plans of CG, CSR and Anti-Corruption.
6. Cooperate with and provide suggestions to subcommittees and working teams in relation to CG, Anti-Corruption, CSR, environment and sustainability management.
7. Support communication to directors, Management, and employees to assure their awareness and understanding the embedded policies and practices regarding CG, Anti-Corruption, CSR, environment and sustainability management.
8. Oversee the assessment of Anti-Corruption risks and risk mitigation.
9. Evaluate the effectiveness of the Committee annually.
10. Other issues as assigned by the Board and as stipulated in the Company's regulations and principles

Independent Director to be Newly Elected



Mrs. Nujchanart Laohathaimongkol

Age	51
Nationality	Thai
Educational Background	<ul style="list-style-type: none"> - Master of Business Administration, MIT Sloan School of Management, Massachusetts Institute of Technology, USA - Bachelor of Arts in Accounting, Chulalongkorn University
Director's Certificates	<ul style="list-style-type: none"> - Director Certification Program Thai Institute of Directors Association - LINKS #1 Srinakharinwirot university - Industrial Development and Investment for Management Program (IBID #6) Institute of Business and Industrial Development - Urban Leader Program #2 Navamindradhiraj University - Metropolitan Development Leadership Program (MDLP #6) Navamindradhiraj University - Capital Market Academy Leadership Program (CMA #14) The Stock Exchange of Thailand
Proposed Position	Independent Director
Current Positions in Other Organization	
<ul style="list-style-type: none"> ● Listed Companies 	None
<ul style="list-style-type: none"> ● Non-listed Companies and Other Organizations 	6 organizations <ul style="list-style-type: none"> - Assistant Managing Director, The Viriyah Insurance - Chief Executive Officer, VIG Car Rent - Director, Finance and Accounting Sub-Committee, Thailand Energy Conservation Fund - Director, Sub-Committee on Monitoring, Recommending and Accelerating National Reform on Commerce and Industry, the Senate - Director, Education and Culture Sub-Committee, Bangkok Metropolitan Council

	- Director, Accounting, Finance and Investment Committee, Thai General Insurance Association
● Others that may cause conflict of interests to EGCO	None
Experiences during the past 5 years	
2020	Committee, Working Team on the problem solving about the fund accounting, Thailand Energy Conservation Fund
2019 – 2019	Committee, Working Team on The Commuter Train System (Red Line) Project, State Railway of Thailand
2018 – 2019	Director, Finance and Accounting Sub-Committee, State Railway of Thailand
2018 – 2019	Director, Sub-Committee on High Speed Rail Project, State Railway of Thailand
2018 – 2019	Advisor to the Governor, Industrial Estate Authority of Thailand
2018 – 2019	Director, Sub-Committee on Bangkok Development Project to Smart City, Bangkok Metropolitan Council
Skills / Expertise	Accounting, Audit, Infrastructure Business, Strategy and Business Planning, Corporate Governance, HR Development
Legal Dispute	No legal dispute during the past 5 years
EGCO Shareholding	None
Nomination Policy	<p>EGCO's policy on director nomination is based on the following:</p> <ol style="list-style-type: none"> 1. Qualifications of individual candidates as prescribed in the Limited Public Company Act B.E. 2535; and the Notification of the Stock Exchange of Thailand and Securities and Exchange Commission; as well as devotion of time to EGCO; 2. Requirement of skills and experiences to support the achievement of EGCO's strategy; 3. Mixture of director diversity, namely age, gender, nationality, race, knowledge and skills; 4. Composition of knowledge and professional skills necessary or missing for the Board of Directors based on the Board Skill Matrix
Nomination Rationale	After consideration, the Board with the endorsement of Nomination and Remuneration Committee, would like to propose for the Shareholders' approval that Mrs. Nujchanart Laohathaimongkol be elected as a new independent director, as she has the qualifications in line with the Company's definition of independent director. She is not dominated by

	<p>the major shareholders and Management. As such, she can provide comments independently and aligning with related obligatory rules. In addition, her proficiency in accounting, infrastructure business, strategy and business planning could help the Company to proceed to the set targets while building a stronger growth for the Company.</p>
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Additional Information to Consider for Independent Director Election

Relationship Characteristics	Qualifications
Holding EGCO's shares not more than <u>0.5%</u> of the paid-up capital with the voting right	No
Having the following relationship with EGCO, subsidiary company, associated company or any legal entity that may have the conflict of interests during the past 2 years <ul style="list-style-type: none"> • Being an executive director, an employee, an advisor who receives regular salary • Providing any professional services namely auditors, financial advisors or legal advisors • Having material business relationship which affects directors' independence 	No No No
Having maternity or registration relationship with directors, management, EGCO's major shareholders, controlling persons or persons to be nominated as management or controlling persons of EGCO and its subsidiaries	No

Director to be Newly Elected



Mr. Shinichiro Suzuki

Age	49
Nationality	Japanese
Educational Background	Bachelor of Economics, KOBE University, Japan
Director's Certificates	
Proposed Position	Director
Current Positions in Other Organization	
● Listed Companies	None
● Non-listed Companies and Other Organizations	1 organization Acting CEO, Diamond Generating Asia, Limited
● Others that may cause conflict of interests to EGCO	None
Experiences during the past 5 years	
<div style="text-align: center;">2021</div> <div style="text-align: center;">2020 – 2021</div> <div style="text-align: center;">2019</div> <div style="text-align: center;">2018</div> <div style="text-align: center;">2017</div>	<ul style="list-style-type: none"> - CEO, MC Retail Energy Co., Ltd. - General Manager, Power Service Business Dept. Energy Service Business Division Mitsubishi Corporation, MC-TOK - General Manager, Special Missions Strategy & Planning Office New Energy & Power Generation Division, MC-TOK - Member of Retail Supply Business Taskforce - Deputy General Manager, Head of Strategy & Planning Team International IPP Dept. New Energy & Power Generation Div., MC-TOK
Skills / Expertise	Finance, Power and Energy Business, Strategy and Business Planning
Legal Dispute	No legal dispute during the past 5 years
EGCO Shareholding	None
Nomination Policy	EGCO's policy on director nomination is based on the following:

	<ol style="list-style-type: none"> 1. Qualifications of individual candidates as prescribed in the Limited Public Company Act B.E. 2535; and the Notification of the Stock Exchange of Thailand and Securities and Exchange Commission; as well as devotion of time to EGCO; 2. Requirement of skills and experiences to support the achievement of EGCO's strategy; 3. Mixture of director diversity, namely age, gender, nationality, race, knowledge and skills; 4. Composition of knowledge and professional skills necessary or missing for the Board of Directors based on the Board Skill Matrix
Nomination Rationale	<p>After consideration, the Board with the endorsement of Nomination and Remuneration Committee, would like to propose for the Shareholders' approval that Mr. Shinichiro Suzuki be elected as a new director, as he has the qualifications in Economy, Finance, and experience in energy business. which could help achieving the target aligning with strategic plan.</p>

Director to be Re-Elected



Mr. Polsri Suvisisarsa

Age	60
Nationality	Thai
Educational Background	<ul style="list-style-type: none"> - Bachelor of Engineering in Mechanical Engineering, Kasetsart University - Bachelor of Laws, Sukhothai Thammathirat Open University
Director's Certificates	<ul style="list-style-type: none"> - Certificate of Director Accreditation Program, Thai Institute of Directors Association - Certificate of Middle Level of Development Administrator, National Institute of Development Administration - Certificate of Executive Development Program, Sasin Graduate Institute of Business Administration of Chulalongkorn University - Certificate of Public Administration and Law for Executives, King Prajadhipok's Institute - Transformation to Sustainable Growth Program (Knowledge Sharing among Directors and Management, by Mrs. Wannipa Bhakdibutr, Independent Director)
Proposed Position	Director
First Appointment	October 1, 2021
Latest Appointment	October 1, 2021
Year of Service	6 months
Term of Service*	1 st term: October 1, 2021 – Annual General Meeting 2022
Current Position in EGCO	Director Member of Nomination and Remuneration Committee Member of Risk Oversight Committee

Current Positions in Other Organization	
● Listed Companies	None
● Non-listed Companies and Other Organizations	2 organizations <ul style="list-style-type: none"> - Director, District Cooling System and Power Plant Co., Ltd. - Deputy Governor-Generation, Electricity Generating Authority of Thailand
● Others that may cause conflict of interests to EGCO	None
Experiences during the past 5 years	
2020 – present 2020 – present 2020 – 2021 2018 – 2020 2017 – 2018	<ul style="list-style-type: none"> - Director, District Cooling System and Power Plant Co., Ltd. - Deputy Governor-Generation, Electricity Generating Authority of Thailand - Chairman of Board of Directors, EGAT Diamond Service Co., Ltd. - Assistant Governor-Generation 2, Electricity Generating Authority of Thailand - Director of Wang Noi Power Plant, Electricity Generating Authority of Thailand
Skills / Expertise	Power Business, Energy Business, Engineering, Law, Strategy/Business Planning, Corporate Governance, HR Development, Smart Technology
Achievement in October 2021 – January 31, 2022	As a Director, Member of Nomination and Remuneration Committee, Member of Risk Oversight Committee, Mr. Polsri Suvisisarsa performed his duty with dedication and full attention in detail. With his expertise in Smart Technology, Mr. Polsri was able consider investment proposals for energy-related new business projects in new businesses by considering risks involved and provided opinions and observations which benefits the Management's operation and personnel development.
Legal Dispute	No legal dispute during the past 5 years
EGCO Shareholding	None
Meeting Attendance from October 1, 2020 until January 31, 2022	<ul style="list-style-type: none"> - Board of Directors: 4 out of 4 (100%) - Nomination and Remuneration Committee: 4 out of 4 (100%) - Risk Oversight Committee: 4 out of 4 (100%)
Nomination Policy	EGCO's policy on director nomination is based on the following: 1. Qualifications of individual candidates as prescribed in the Limited Public Company Act B.E. 2535; and the Notification of the Stock Exchange of Thailand and Securities and Exchange Commission; as well as devotion of time to EGCO;

	<ol style="list-style-type: none">2. Requirement of skills and experiences to support the achievement of EGCO's strategy;3. Mixture of director diversity, namely age, gender, nationality, race, knowledge and skills;4. Composition of knowledge and professional skills necessary or missing for the Board of Directors based on the Board Skill Matrix
Nomination Rationale	<p>After consideration, the Board with the endorsement of Nomination and Remuneration Committee, resolved to propose for the shareholders' approval that Mr. Polsri Suvisisarsa be re-elected as a director for another term, as he has a profound knowledge and expertise in Smart Technology would promote the growth of EGCO's related business according to the Company's strategy. His opinions also benefit all stakeholders. Hence, his re-election would help driving the Company's readiness to handle with drastic change in modern and future business operations.</p>

Director to be Re-Elected



Mr. Nutthavutthi Chamchang

Age	59
Nationality	Thai
Educational Background	<ul style="list-style-type: none"> - Master of Environmental Business Administration (Energy Management), University of Twente, The Netherlands - Bachelor of Engineering in Mechanical Engineering, Chulalongkorn University
Director's Certificates	<ul style="list-style-type: none"> - Certificate of Director Certification Program, Thai Institute of Directors Association - Certificate of How to Develop a Winning Digital Strategy Program, Thai Institute of Directors Association - Certificate of Leadership Succession Program, Institute of Research and Development for Public Enterprises - Certificate of Corporate Governance for Directors and Senior Executives of Regulator, State Enterprises and Public Organizations, King Prajadhipok's Institute - Certificate of Environmental Governance for Executive Officer, Ministry of Natural Resources and Environment - ESG Trends in Thailand's Power Business and Ways to Achieve Sustainability Program, PricewaterhouseCoopers ABAS Ltd. - Certificate of Advanced Management Program, Harvard Business School, USA
Proposed Position	Director
First Appointment	July 30, 2021
Latest Appointment	July 30, 2021
Year of Service	8 months
Term of Service*	1 st term: July 30, 2021 – Annual General Meeting 2022

Current Position in EGCO	Director Member of Corporate Governance and Social Responsibility Committee
Current Positions in Other Organization	
● Listed Companies	None
● Non-listed Companies and Other Organizations	2 organizations - Deputy Governor-Power Business, Electricity Generating Authority of Thailand - Chairman, EGAT Diamond Service Co., Ltd.
● Others that may cause conflict of interests to EGCO	None
Experiences during the past 5 years	
2019 – 2021 2018 – 2020 2018 – 2020 2018 – 2019 2017 – 2018 2014 - 2017	- Director, RATCH Group PCL. - Director, District Cooling System and Power Plant Co., Ltd. - Deputy Governor-Generation, Electricity Generating Authority of Thailand - Director, Ratchaburi Power Company Limited - Assistant Governor-Hydro Power Plant, Electricity Generating Authority of Thailand - Director of Bhumibol Dam, Electricity Generating Authority of Thailand
Skills / Expertise	Corporate Governance, Power Business/Energy Business/Engineering, Strategy/Business Planning, HR Development
Achievement in 2021 – January 2022	As a Director and a Member of Corporate Governance and Social Responsibility Committee, Mr. Nutthavutthi Chamchang performed his roles with dedication and applied his knowledge, expertise and experience in and power and energy business to support operations according to Company's strategy. Mr. Nutthavutthi Chamchang also placed importance on Corporate Governance and Corporate Social Responsibility (CSR); and provided valuable queries and opinion which benefit the Management's operation leading to sustainable growth.
Legal Dispute	No legal dispute during the past 5 years
EGCO Shareholding	Amount of shareholding: 1,500 shares: 0.000028%
Meeting Attendance from July 30, 2021 until January 31, 2022	- Board of Directors: 7 out of 7 (100%) - Corporate Governance and Social Responsibility Committee: 4 out of 4 (100%)

Nomination Policy	<p>EGCO's policy on director nomination is based on the following:</p> <ol style="list-style-type: none"> 1. Qualifications of individual candidates as prescribed in the Limited Public Company Act B.E. 2535; and the Notification of the Stock Exchange of Thailand and Securities and Exchange Commission; as well as devotion of time to EGCO; 2. Requirement of skills and experiences to support the achievement of EGCO's strategy; 3. Mixture of director diversity, namely age, gender, nationality, race, knowledge and skills; 4. Composition of knowledge and professional skills necessary or missing for the Board of Directors based on the Board Skill Matrix
Nomination Rationale	<p>After consideration, the Board with the endorsement of Nomination and Remuneration Committee, resolved to propose for the shareholders' approval that Mr. Nutthavutthi Chamchang be re-elected as a director for another term, as he has a profound expertise and experience in engineering, power, and energy business. He also has knowledge in the energy industry, Corporate Governance, and Corporate Social Responsibility (CSR). Hence, his re-election would support EGCO to achieve its goals aligning with the business direction and Company's strategy which would bring benefits to shareholders and all stakeholders.</p>

Director to be Re-Elected



Mr. Thepparat Theppitak

Age	56
Nationality	Thai
Educational Background	<ul style="list-style-type: none"> - Master of Science in Electricity Industry Management and Technology, University of Strathclyde, UK - Bachelor of Engineering in Mechanical Engineering, Chiang Mai University
Director's Certificates	<ul style="list-style-type: none"> - Certificate of Director Certification Program, Thai Institute of Directors Association - Certificate of Leading Your Business through Uncertainties Program, Thai Institute of Directors Association - Certificate of How to Develop a Winning Digital Strategy Program, Thai Institute of Directors Association - Certificate of Advanced Management Program, Harvard Business School, USA - Certificate of Senior Executive Program, Sasin Graduate Institute of Business Administration of Chulalongkorn University - Certificate of Corporate Governance for Directors and Senior Executives of Regulator Program, State Enterprises and Public Organizations, King Prajadhipok's Institute - Thailand's In Land Transport Infrastructure and Investment Opportunity Program, by Mr. Sorapong Paitoonpong, Deputy Permanent Secretary of Ministry of Transport - Roles of Private Sector's Executives and Officers in Anti-corruption Program, Thai Private Sector Collective Action Against Corruption (CAC)

	<ul style="list-style-type: none"> - ESG Trends in Thailand's Power Business and Ways to Achieve Sustainability Program, PricewaterhouseCoopers ABAS Ltd. - Transformation to Sustainable Growth Program (Knowledge Sharing among Directors and Management, by Mrs. Wannipa Bhakdibutr, Independent Director)
Proposed Position	Director
First Appointment	November 12, 2019
Latest Appointment	November 12, 2019
Year of Service	2 years 5 months
Term of Service*	1 st term: November 12, 2019 – Annual General Meeting 2022
Current Position in EGCO	President Member of Investment Committee Member of Corporate Governance and Social Responsibility Committee Member of Risk Oversight Committee
Current Positions in Other Organization	
<ul style="list-style-type: none"> ● Listed Companies 	None
<ul style="list-style-type: none"> ● Non-listed Companies and Other Organizations 	8 organizations <ul style="list-style-type: none"> - Chairman, Khanom Electricity Generating Co., Ltd. - Chairman, EGCO Engineering and Service Co., Ltd. - Chairman, Gulf Electric PCL. - Chairman, Thai Ruk Pa Foundation - Director, BLCP Power Co., Ltd. - Director, Xayaburi Power Co., Ltd. - Director, Thai Listed Companies Association - Deputy Governor-Governor's Office, Electricity Generating Authority of Thailand
<ul style="list-style-type: none"> ● Others that may cause conflict of interests to EGCO 	None
Experiences during the past 5 years	
2020 – 2021	Chairman, Gulf Electric PCL.
2018 – 2020	Deputy Governor-Power Plant Development and Renewable Energy, Electricity Generating Authority of Thailand
2017 – 2018	Assistant Governor-Renewable and New Energy, Electricity Generating Authority of Thailand

2016 – 2017	Director, Mechanical Maintenance Division, Electricity Generating Authority of Thailand
Skills / Expertise	Corporate Governance, Power Business, Energy Business, Engineering, Strategy/Business Planning, Smart Technology, and HR Development
Achievement in 2021 – January 2022	As a member of Investment Committee, member of Corporate Governance and Social Responsibility Committee, and a member of Risk Oversight Committee, Mr. Thepparat Theppitak performed by focusing mainly on sustainable growth of the Company based on the ESG and driving all areas of business operations to achieve carbon neutral goals aligning with the Company's policy and strategic plan. He also has expertise and life-long experience in the power business as well as a deep understanding of Smart Technology. Therefore, he could provide valuable opinions for EGCO's for the preparation of strategic plans and business operations with full concern of all stakeholders. In addition, Mr. Thepparat Theppitak has carefully considered risks in all dimensions when considering investment proposals and place importance on personnel knowledge development from investing in new energy-related businesses apart from considering the financial return. In addition, Mr. Thepparat Theppitak, as the President of EGCO, was able to effectively drive the organization to be ready to handle with drastic change in modern and future business operations, create distinguish works including communication and public relations skills to promote EGCO's image to be attractive to investors.
Legal Dispute	No legal dispute during the past 5 years
EGCO Shareholding	None
Meeting Attendance from October 21, 2020 until January 31, 2022	<ul style="list-style-type: none"> - Board of Directors: 14 out of 14 (100%) - Nomination and Remuneration Committee: 13 out of 13 (100%) - Corporate Governance and Social Responsibility Committee: 7 out of 7 (100%) - Risk Oversight Committee: 13 out of 13 (100%)
Nomination Policy	<p>EGCO's policy on director nomination is based on the following:</p> <ol style="list-style-type: none"> 1. Qualifications of individual candidates as prescribed in the Limited Public Company Act B.E. 2535; and the Notification of the Stock Exchange of Thailand and Securities and Exchange Commission; as well as devotion of time to EGCO; 2. Requirement of skills and experiences to support the achievement of EGCO's strategy;

	<p>3. Mixture of director diversity, namely age, gender, nationality, race, knowledge and skills;</p> <p>4. Composition of knowledge and professional skills necessary or missing for the Board of Directors based on the Board Skill Matrix</p>
Nomination Rationale	<p>After consideration, the Board with the endorsement of Nomination and Remuneration Committee, resolved to propose for the shareholders' approval that Mr. Thepparat Theppitak be re-elected as a director for another term, as he has expertise and experience in the power business as well as a deep understanding in Smart Technology that he could provide valuable opinions for EGCO's business, future energy-related businesses aligning with EGCO's investment policy and business direction. Hence, his re-election would help building sustainable growth for the Company.</p>

Definition of Independent Directors

The Company has defined the qualifications of independent directors which is stricter than the requirement of the SET in accordance with the Capital Market Supervisory Board. Under the new definition, EGCO independent director shall have the following qualifications.

1. Holding shares not more than 0.5% of the paid-up capital with the voting right of EGCO, parent company, subsidiary company, associated company or any legal entity that may have the conflict of interest (including the connected persons as stipulated in section 258 of securities laws)
2. Not being a director that takes part in the management (executive director, director who has the same responsibility as management except for the signature in transactions approved by the Board and the joint signing with other directors), employees, advisors who receive regular salary, and controlling person of EGCO, parent company, subsidiary company, associate company and fellow subsidiary (subsidiary of the same holding company) or any entity that may have a conflict of interest during the period of two years before his/her appointment.
3. Not being a person who is related by maternity and by registration as parents, spouse, brother, sister, and son and daughter including their spouses of the management, or major shareholders, controlling persons or persons who will be nominated to be the Management or controlling persons of EGCO or its subsidiaries.
4. Not having business relationship with and not being a major shareholder, non-independent director or management of EGCO, parent company, subsidiary company, associate company or any entity that may have a conflict of interest in a way that would affect the giving of independent opinions during the period of two years before the filing date.
5. Not being an auditor or a major shareholder, director, management or partner of the audit firm that provides auditing services to EGCO, parent company, subsidiary company, associate company or any entity that may have a conflict of interest during the period of two years before the filing date
6. Not providing any professional service or being a major shareholder, non-independent director, management or partner of the company that provide professional service which include financial and legal advices with the fee higher than 2 million baht per year during the period of two years before the filing date
7. Not being appointed as a representative to safeguard interests of EGCO director, majority shareholders or shareholders who are related to EGCO's majority shareholders.
8. Not having any constraint that would affect the performance of giving independent judgement on EGCO.

If a person having qualifications stated in item 1 to 8 above is appointed as an independent director of the Company, such independent director may be assigned by the Company's Board of Directors to make decision in respect of business operation of EGCO, parent company, the subsidiary or associated company, the major shareholder of EGCO, or the person having controlling power over EGCO, provided that such decision making is made as a collective decision.

The terms of independent directors

Independent Director can hold his/her directorship not exceeding 2 terms or 6 years, with effect from the Shareholders' 2016 Annual General Meeting.



หนังสือเชิญประชุม
Notice of Meeting
บริษัท ผลิตไฟฟ้า จำกัด (มหาชน)
ELECTRICITY GENERATING PUBLIC COMPANY LIMITED

เรื่อง กำหนดการประชุมสามัญผู้ถือหุ้น
 Subject Schedule of Annual General Meeting of Shareholders

วันที่ 14 มีนาคม 2565
 Date

สัญชาติ
 Nationality

เรียน
 To
 บ้านเลขที่
 Address

เลขทะเบียนผู้ถือหลักทรัพย์
 Shareholder's Registration No.

สิ่งที่ส่งมาด้วย เอกสารประกอบการประชุม ฯลฯ
 Attachment Details of meeting document

โดยผู้ถือหลักทรัพย์จำนวนทั้งสิ้นรวม
 Holding the total amount of

หุ้น/หน่วย
 shares/units

ข้อมูลบริษัท / หลักทรัพย์
 Company / Securities Information

หุ้นสามัญ
 Ordinary share

หุ้น/หน่วย
 shares/units

หุ้นบริวารสิทธิ
 Preferred share

หุ้น/หน่วย
 shares/units

โดยมีวาระการประชุมตามแนบท้าย
 The meeting agenda is attachment

<https://www.set.or.th/set/tsd/meetingdocument.do?symbol=EGCO&date=220419>



วันที่ประชุม : วันอังคารที่ 19 เมษายน 2565 เวลา 14:00 น.
 Meeting Date : Tuesday, April 19, 2022 at 14:00 hrs.

สถานที่ประชุม : การประชุมผ่านสื่ออิเล็กทรอนิกส์
 Meeting Venue : E-AGM

ข้าพเจ้า.....เป็น[]ผู้ถือหลักทรัพย์ []หรือผู้รับมอบฉันทะ
 I/We am/are shareholder or proxy of a shareholder

ของ บริษัท ผลิตไฟฟ้า จำกัด (มหาชน)
 of ELECTRICITY GENERATING PUBLIC COMPANY LIMITED

หมายเลขบัตรประจำตัวประชาชน.....ได้มาเข้าร่วมการประชุมดังกล่าวข้างต้น
 which the identification (ID) number attend the above mentioned meeting.

ลงชื่อ.....ผู้เข้าร่วมประชุม
 Sign Meeting Attendee
 (.....)

เพื่อความสะดวกในการลงทะเบียน ผู้ถือหลักทรัพย์หรือผู้รับมอบฉันทะที่จะมาประชุม โปรดนำเอกสารฉบับนี้มาแสดงต่อเจ้าหน้าที่ลงทะเบียนในวันประชุม สำหรับผู้ถือหลักทรัพย์ที่มาประชุมด้วยตนเอง กรุณาแสดงบัตรประจำตัวประชาชน หรือใบขับขี่ หรือบัตรข้าราชการ หรือหนังสือเดินทาง (กรณีผู้ถือหุ้นต่างประเทศ) ฉบับจริง พร้อมกันแบบฟอร์มลงทะเบียน

ท่านสามารถค้นหารายละเอียดระเบียบวาระการประชุม พร้อมความเห็นกรรมการในเรื่องดังกล่าว รวมทั้งสิ่งที่เสนอต่อที่ประชุมพร้อมรายละเอียดและเอกสารประกอบการประชุมอื่นๆ ผ่าน QR Code หรือ URL <https://www.set.or.th/set/tsd/meetingdocument.do?symbol=EGCO&date=220419> หรือ ติดต่อขอรับเอกสารประกอบการประชุมได้ที่บริษัทผู้ออกหลักทรัพย์

เว็บไซต์: www.egco.com / โทร 02-998-5000 ต่อ 5020-27 / email : -

สอบถามข้อมูลเพิ่มเติมได้ที่ SET Contact Center เว็บไซต์ : www.set.or.th/contactcenter / โทร 02 009 9999

For your convenience, shareholders or proxies wishing to attend the meeting, kindly present this document to a registration staff at the meeting for registration. For shareholders who will attend the meeting by themselves, the original of identification card or driving license or government official identification card or passport (in case of foreign shareholders) must be presented together with the Registration Form.

The details of Meeting document is available online by scanning QR Code on this form or at URL <https://www.set.or.th/set/tsd/meetingdocument.do?symbol=EGCO&date=220419>

You can also contact the issuer for the annual report

Website : www.egco.com /Tel. +66 2-998-5000 Ext. 5020-27 / email : -

For further information please contact SET Contact Center Website : www.set.or.th/contactcenter /Tel. +662 009 9999

โดยมีวาระการประชุมและความเห็นคณะกรรมการอย่างย่อ ดังนี้

- 1 พิจารณารับรองรายงานการประชุมสามัญผู้ถือหุ้นประจำปี 2564
ความเห็นคณะกรรมการ การบันทึกรายงานการประชุมมีความถูกต้องและครบถ้วน
จึงเห็นสมควรเสนอให้ประชุมผู้ถือหุ้นรับรองรายงานการประชุมสามัญผู้ถือหุ้น ประจำปี 2564
- 2 รับทราบรายงานผลการดำเนินงานในรอบปี 2564
ความเห็นคณะกรรมการ บริษัทมีผลการดำเนินงานที่เป็นที่น่าพอใจ
จึงเห็นสมควรเสนอให้ที่ประชุมผู้ถือหุ้นรับทราบผลการดำเนินงานในรอบปี 2564
และแนวทางการดำเนินกิจการในอนาคต
- 3 พิจารณออนุมัติงบการเงินประจำปี สิ้นสุดวันที่ 31 ธันวาคม 2564
ความเห็นคณะกรรมการ งบการเงินของบริษัท ได้ผ่านการตรวจสอบและรับรองจากผู้สอบบัญชีของบริษัท
และผ่านการสอบทานจากคณะกรรมการตรวจสอบแล้ว
จึงเห็นสมควรให้ที่ประชุมผู้ถือหุ้นอนุมัติงบการเงิน สิ้นสุดวันที่ 31 ธันวาคม 2564
- 4 พิจารณออนุมัติการจัดสรรกำไรสุทธิประจำปีและจ่ายเงินปันผล
ความเห็นคณะกรรมการ ผู้ถือหุ้นสมควรรับทราบการจ่ายเงินปันผลระหว่างกาล ในอัตราหุ้นละ 3.25 บาท
และอนุมัติการจ่ายเงินปันผลครึ่งปีหลังของปี 2564 ในอัตราหุ้นละ 3.25 บาท
โดยมีกำหนดจ่ายเงินปันผลวันที่ 27 เมษายน 2565 เมื่อได้รับอนุมัติจากที่ผู้ถือหุ้น
- 5 พิจารณออนุมัติการออกและเสนอขายหุ้นกู้ของบริษัท
ความเห็นคณะกรรมการ ที่ประชุมผู้ถือหุ้นสมควรพิจารณายกเลิกการออกและเสนอขายหุ้นกู้วงเงินสูงสุด ไม่เกิน 20,000
ล้านบาท ตามมติที่ประชุมสามัญผู้ถือหุ้น ครั้งที่ 1/2549 เมื่อวันที่ 24 เมษายน 2549
และอนุมัติการออกและเสนอขายหุ้นกู้ของบริษัท โดยมีมูลค่ารวมของหุ้นกู้ไม่เกิน 30,000
ล้านบาท หรือเทียบเท่า
- 6 พิจารณาแต่งตั้งผู้สอบบัญชี และกำหนดค่าตอบแทน
ความเห็นคณะกรรมการ คณะกรรมการบริษัทเห็นสมควรให้ที่ประชุมผู้ถือหุ้นแต่งตั้งผู้สอบบัญชีในนามบริษัท
ไพร์ซวอเตอร์เฮาส์คูเปอร์ส เอบีเอส จำกัด (PwC)
และอนุมัติการกำหนดค่าตอบแทนการสอบบัญชีประจำปี 2565 เป็นจำนวน 3,616,100 บาท
และค่าใช้จ่ายอื่นในงานสอบบัญชีในประเทศไทยที่เกิดขึ้นจริงไม่เกิน 175,000 บาท
- 7 พิจารณาคำตอบแทนกรรมการ
ความเห็นคณะกรรมการ คณะกรรมการบริษัทเห็นสมควรให้ที่ประชุมผู้ถือหุ้นพิจารณากำหนดคำตอบแทนสำหรับปี 2565
ให้มีคำตอบแทนในอัตราเดียวกับปี 2564
- 8 พิจารณาเลือกตั้งกรรมการแทนกรรมการที่ออกตามวาระ
ความเห็นคณะกรรมการ ผู้ถือหุ้นสมควรเลือกตั้งกรรมการ ได้แก่ นางนุชนาถ เลหาไทยมงคล เป็นกรรมการอิสระเข้าใหม่
และนายชินอิโร ซุซูกิ เป็นกรรมการเข้าใหม่ อีกทั้ง เลือกนายพลศรี สุวิศิษฎ์ภาษา นายณัฐวุฒิ
แจ่มแจ้ง และนายเทพรัตน์ เทพพิทักษ์ กลับเข้าเป็นกรรมการอีกวาระหนึ่ง
- 9 พิจารณาเรื่องอื่นๆ (ถ้ามี)
ความเห็นคณะกรรมการ ผู้ถือหุ้นมีสิทธิเสนอเรื่องอื่นๆ ได้ตามพระราชบัญญัติมหาชนจำกัด มาตรา 105
และข้อบังคับบริษัทข้อที่ 34 วรรคสอง

(นายเทพรัตน์ เทพพิทักษ์)

กรรมการผู้จัดการใหญ่

Summary of the meeting and the opinion of board of directors

- 1 To Consider and Approve the Minutes of the Shareholders' 2021 Annual General Meeting
Opinion of board of directors The minutes of the meeting are accurate and complete. The Shareholders' meeting should approve the minutes of the Shareholders' 2021 Annual General Meeting.
- 2 To Acknowledge the Company's Performances in 2021
Opinion of board of directors The Company's overall performance is satisfactory, then the Board proposes to the Shareholders' meeting to acknowledge the Company's 2021 performance and future plan.
- 3 To Consider and Approve the Financial Statements for the year ended December 31, 2021
Opinion of board of directors The Financial Statements are audited by the auditor with the review of the Audit Committee. The Board of Directors then proposes to the Shareholders to approve the proposed Financial Statements for the year ended December 31, 2021
- 4 To Consider and Approve the Dividend Payment from Operating Results of 2021
Opinion of board of directors The Meeting should acknowledge 2021 interim dividend payment from the first half-year performance of THB 3.25 per share, and approve the second-half year payment of THB 3.25 per share, to be paid on April 27, 2022 after the approval of Shareholder.
- 5 To Consider the Debenture Issuance and Offering
Opinion of board of directors The Meeting should approve the cancellation of debentures issuance and offering of not exceeding THB 20,000 million approved by shareholders' 2006 Annual General Meeting on April 24, 2006, and the debentures issuance and offering of not exceeding THB 30,000 million or equivalent.
- 6 To Consider the Appointment of the Auditors and to Determine the Audit Fee
Opinion of board of directors The Shareholders' meeting should approve the appointment of the auditors from PwC, the audit fee for the year 2022 of THB 3,616,100, and the out-of-pocket expenses for audit work in Thailand of not exceeding THB 175,000.
- 7 To Consider and Determine the Directors' Remuneration
Opinion of board of directors The Meeting should determine the directors' 2022 remuneration at the same rate as 2021's as proposed.
- 8 To Consider and Determine the Directors' Remuneration
Opinion of board of directors The Shareholders' meeting should elect Mrs. Nujchanart Laohathaimongkol as a new independent director and Mr. Shinichiro Suzuki as a new director, and re-elect Mr. Polsri Suvisisarsa, Mr. Nutthavutthi Chamchang, Mr. Thepparat Theppitak as directors for another term.
- 9 To Consider Other Matters (if any)
Opinion of board of directors Shareholders have a right to propose other matters as specified in the second Paragraph of Section 105 of the Public Company Act and the second paragraph of Article 34 of the Company's Articles of Association

(Mr. Thepparat Theppitak)

President

Practices for Shareholders' 2022 Annual General Meeting under the Coronavirus Disease 2019
("COVID-19") Outbreak

Since the Shareholders' 2022 Annual General Meeting will be held through Electronic Means (E-AGM) only, the Company provides the practices for all shareholders and proxies. To facilitate all participants, the Company strongly recommends shareholders and proxies to thoroughly study the following practices as detailed below.

- 1. The Company strongly advises Shareholders to grant a proxy to Independent Directors instead of participating in person** by completing the Proxy Form attached with this document package or accessible on the Company's website. Shareholders can either send the Proxy Form to the Company by attaching required documents (Attachment # 10) using a business reply envelope provided (no stamp required) or send to the email: cs@egco.com with required documents by April 18, 2022 (17.00 hrs.).
- 2. Shareholders or proxies who are willing to participate the meeting through Electronic Means,** please kindly strictly proceed pursuant to the following practices:
 - 2.1 Shareholders or proxies are required to submit a request via Inventech Connect system to participate in the meeting. The registration system will be opened from April 4, 2022 to April 19, 2022 until the end of meeting. To smoothly proceed the meeting participation, **the Company recommends all participants to submit a request to attend the meeting prior to the meeting date.**
 - 2.2 Please **thoroughly study** a submission process of a request for meeting participation as detailed in Attachment # 9
- 3. The Company shall provide the Live Broadcast System:** only the Shareholders who are listed in the Record Date as of March 15, 2022 are permitted to access the Live Broadcast System. Shareholder's registration number or ID card number is required for Live Broadcast's registration. Please follow the Live Broadcast System via the Company's website <https://inet.inventech.co.th/EGCO163045R> or the following QR Code.



- 4. If you have any problems with the software, please contact Inventech Call Center** via the following channels:

4.1 Telephone Number: 02-931-9135

4.2 Line application: @inventechconnect or scan this QR Code

Remark: The system is available from April 4-19, 2022 (8.30-17.30 hrs.)

(Specifically excludes holidays and public holidays)



- 5. The Company sincerely encourages Shareholders to send question(s) in advance** by submitting the question(s) with identification of Shareholders' or proxies' names and surnames to following channels:

5.1 Advance Inquiry Submission Form for the Shareholders' 2022 Annual General Meeting in Attachment # 14. Then, please submit the form to the Company using a business reply envelope provided

5.2 Email: cs@egco.com

5.3 Microsoft Forms by scanning the QR Code shown in Attachment # 14

5.4 Taking into account the length of the meeting, the Company shall address the advance questions on the appropriate agendas in the meeting. If a lot of questions are raised during the meeting, the clarifications for unanswered questions will be further recorded in the Meeting Minutes.

Should you have any enquiry, please contact the Corporate Secretary Division via the following channels:

- Telephone Number: 02-998-5020 – 5027
- Email to cs@egco.com

REGISTRATION DOCUMENT, PROXY AND VOTING

The barcode system is utilized in the registration process for attending the Shareholders' Annual General Meeting of Electricity Generating Public Company Limited (the "Company") (the "Meeting"). A barcode which contained each shareholder's information is printed on Attachment # 6 to the notice of the Meeting. Additionally, the Meeting will be held through Electronic Means (E-AGM), the Company kindly recommends shareholders and proxies who attend the E-AGM meeting to thoroughly comprehend the practices for the Meeting, registration document, proxy and voting, and guidelines for attending of E-AGM as shown in Attachment # 7 to # 9, consequently.

1. A Meeting Attending Request to the E-AGM via e-Request

1. For the Registration of the Shareholders Attending the Meeting in Person

1.1 Natural Person, Thai nationality or foreign

Each individual shareholder attending the Meeting in person is required to submit E-AGM Meeting Attendance Request Form which contains the Meeting Guideline as shown in Attachment # 9 and is required to show the certified copy of his/her identify card either one of the following identifications: national identity card, officer identity card, state enterprise identity card or passport or other kinds identity card presenting photo issued by the government agency

1.2 Legal Entity, Thai or foreign

An authorized director of a Thai or foreign legal entity attending the Meeting in person is required to show an evidence authorizing him/her to act on behalf of the Legal Entity and his/her copy of identity card (in accordance with paragraph 1.1) together with the original or a copy certified by the registrar of the registration certificate or other evidence presented its legal entity status (issued not more than 6 months).

2. For Proxy

2.1 In case the Proxy has been appointed by an individual shareholder residing within Thailand, the following documents shall be submitted by such Proxy:

2.1.1 Filled Proxy Form (in accordance with the form attached to this Notice); and

2.1.2 Certified copy of the shareholders' identity card (as stipulated in paragraph 1.1).

2.2 In case the Proxy has been appointed by an individual shareholder residing outside the Kingdom of Thailand, the following documents shall be submitted by such Proxy:

2.2.1 Filled Proxy Form (in accordance with the form attached to this Notice); and

2.2.2 Certified copy of the shareholders' identity card (as stipulated in paragraph 1.1);

2.2.3 Signatures appeared in the documents mentioned in 2.2.1 and 2.2.2 have to be certified by the Thai Consulate, or the notary public, or other competent person legally authorized by local laws of such country.

2.2.4 In case of Custodian in Thailand authorized to act of an individual shareholder residing outside the Kingdom of Thailand as depositary and administrator of shares and such individual shareholder authorizes the Custodian to sign Proxy Form on his/her behalf, additional documents are required as follow:

- 2.4.5.1 Power of Attorney from an individual shareholder residing outside the Kingdom of Thailand granting the Custodian authority to sign the Proxy Form on his/her behalf and
 - 2.4.5.2 Custodian Letter certifying that the person signing the Proxy Form on behalf of an individual shareholder residing outside the Kingdom of Thailand is licensed to operate Custodian business.
- 2.3 In case the Proxy has been appointed by Thai legal entity, the following documents shall be submitted by such Proxy:
 - 2.3.1 Filled Proxy Form (in accordance with the form attached with the Notice); and
 - 2.3.2 Registration certificate issued by the registrar, the Ministry of Commerce (issued not more than 6 months); and
 - 2.3.3 Certified copy of identity card (as stipulated in paragraph 1.1) of the authorized person(s) whose signature appear(s) in such Proxy.
- 2.4 In case that the Proxy has been appointed by foreign legal entity, the following documents shall be submitted by such Proxy:
 - 2.4.1 Filled Proxy Form (in accordance with the form attached with the Notice); and
 - 2.4.2 Original, or the certified copy of the registration certificate, or other evidence of presented its legal entity status together with the list of the authorized person(s) of such foreign legal entity; and
 - 2.4.3 Certified copy of identity card (as stipulated in 1.1) of the authorized person (whose signature(s) appear(s) in such Proxy.
 - 2.4.4 Documents mentioned from 2.4.1 to 2.4.3 must be certified by the Thai Consulate, or the notary public, or other competent person legally authorized by local laws of such country.
 - 2.4.5 In case of Custodian in Thailand authorized to act of foreign legal entity as depositary and administrator of shares and such foreign legal entity authorize the Custodian to sign Proxy Form on his/her behalf, additional documents are required as follow:
 - 2.4.5.1 Power of Attorney from foreign legal entity granting the Custodian authority to sign the Proxy Form on his/her behalf and
 - 2.4.5.2 Custodian Letter certifying that the person signing the Proxy Form on behalf of an foreign legal entity is licensed to operate Custodian business.
- 2.5 The appointment of Proxy shall conform to the conditions stipulated in the Form of Proxy.
- 2.6 In any appointment of Proxy, the Proxy especially appointed by foreign shareholder is hereby requested to register when stating of registration in order that the Company shall be able to timely verify the completeness of the required documents.
- 2.7 If the attendant changes his/her title, name, or surname, they are requested to present document certifying such change.
- 2.8 If there is any amendment, erasure or crossing-out on any voting marks, marks of Proxy's name or wordings in the Proxy Form without signature or initial of the shareholder, the Company shall reserve the right to consider whether the proxy shall be wholly or partially void.
- 2.9 The copy of identity card submitted to the Company must be valid to the date of the Meeting. To comply with the collection of sensitive data under the Personal Data Protection Act B.E. 2562 provided that the Company has no intention to know or collect sensitive data of any persons, the identity card

owner shall cover/erase information of religion and/or blood group shown in his/her identity card before sending the copies to the Company. The identity card owner agrees that if such information appeared to be uncovered, the Company will cover it on behalf the owner.

2.10 The Company reserves the right to allow only the attendant whose documents are complete and accurate to attend the meeting.

2. Procedure for Proxy

The Company provided the following 3 Proxy Forms as prescribed by the Department of Business Development, Ministry of Commerce.

- Proxy Form A which defined general and simple form
- Proxy Form B which defined fixed and specific details authorizing Proxy
- Proxy Form C which defined foreign shareholder appointing custodian in Thailand

Shareholder who cannot attend the Meeting may appoint a person as his/her Proxy by taking the following steps;

- (1) Complete the attached Proxy Form;
- (2) At the discretion of the shareholder, authorize a person to attend and vote at the Meeting on his/her behalf by specifying the name with details of such person or authorize an independent director of the Company by ticking the box in front of the name of such independent director in the Proxy Form;
- (3) Affix and cross out THB 20 stamp duty on the Proxy Form for validity and legal binding. For the convenience of the Proxy, the Company will facilitate affixing the stamp duty for the registration to attend the meeting;
- (4) Return the completed Proxy Form to the Company's Corporate Secretary before the meeting date or present it to the Company's staff at the document examination desk on the Meeting date before the meeting commences.

The shareholder shall grant proxy to only one Proxy for attending and voting in the Meeting. The shares amount cannot be split and separately assigned to more than one Proxy.

Shareholders may use other forms of proxy, in which the contents completely comply with law.

3. Voting Conditions

In each voting or in each agenda, each shareholder shall have the voting rights equal to the number of shares held (one share one vote). The voting procedures for the shareholders and the shareholders' proxies shall be as follows:

3.1 Shareholders Attending the Meeting in Person: Shareholders shall press the voting button in each agenda item (whether to approve, disapprove or abstain).

3.2 Proxies: The voting procedure is as follows.

- Proxy Form A The Proxies shall cast their votes by pressing the voting button in each agenda item (whether to approve, disapprove or abstain).

- Proxy Form B and C If the shareholders in advance stated their instruction to vote in any agenda, the Company will collect and record such votes at the time of the meeting registration. The Proxies will not be required to vote during the Meeting. If the shareholders have not delegate the proxies to vote or the shareholders' instruction to vote is not clear, the proxies are required to cast their votes at their discretion.


3.3 Ballots:

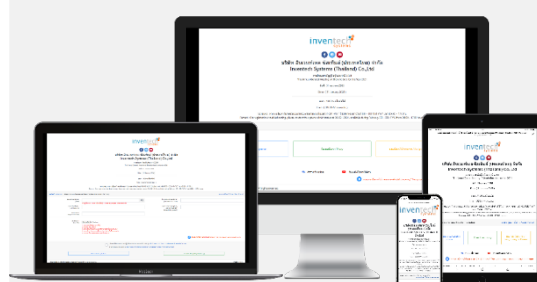
- Shareholders or Proxies Attending the Meeting in Person shall cast their vote during the Meeting by pressing the voting button in each agenda item.
- Independent directors as Proxies: The shareholders shall fill in the Proxy Form and ballot to cast their votes and submit it to the Company before the Meeting. If there is any amendment, erasure or crossing-out on any voting marks without signature or initial of shareholders or their proxies, the Company shall reserve the right to consider whether the vote shall be wholly or partially void.

Guidelines for attending of Electronic Meeting by Inventech Connect

Shareholders and proxies wishing to attend the meeting can proceed according to the procedure for submitting the request form to attend the meeting via electronic media as follows:

Step for requesting Username & Password from via e-Request system

1. The Shareholders must submit a request to attend the meeting by Electronic Means via Web Browser at <https://inet.inventech.co.th/EGCO163045R> or scan QR Code  and follow the steps as shown in the picture



**** 1 email account per 1 shareholder ID****

- 1 Click link URL or scan QR Code in the letter notice Annual General Meeting.
- 2 Shareholders choose to file a request form.
- 3 Fill in the information shown on the registration page.
- 2 ☒ agree to the Requirements for Meeting Attendance via the Inventech Connect.
- 5 Click "Request" button.
- 6 Please wait for an email from the officer informing you of meeting details and Username & Password.

2. For Shareholders who would like to attend the Meeting either through the Electronic Means by yourself or someone who is not the provided independent directors, please note that the electronic registration will be available from April 4, 2022 at 8:30 a.m. and shall be closed on April 19, 2022 until the end of the meeting.

3. The electronic conference system will be available on April 19, 2022 at 12:00 p.m. (2 hours before the opening of the meeting). Shareholders or proxy holders shall use the provided Username and Password and follow the instruction manual to access the system.

Appointment of Proxy to the Company's Directors

For Shareholders who authorize one of the Company's Independent Directors to attend and vote on his or her behalf, please submit the proxy form together with required documents to the Company by mail to the following address. Such proxy form and required documents shall be delivered to the Company by April 18, 2022 at 5.00 p.m.

Electricity Generating Public Company Limited

Corporate Secretary Division

EGCO Tower, 222 Vibhavadi Rangsit Rd., Tungsonghong, Laksi, Bangkok 10210, Thailand

E-mail: cs@egco.com

If you have any problems with the software, please contact Inventech Call Center



02-931-9135



@inventechconnect



The system available during April 4-19, 2022 at 08.30 a.m. – 05.30 p.m.

(Specifically excludes holidays and public holidays)

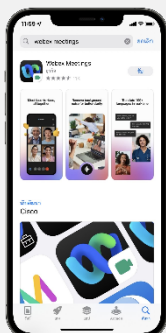


Report a problem

Installation Guide for Webex Meetings

For IOS Operating System

- 1 Go to Application **App Store**
- 2 Search **Webex Meetings**
- 3 Click **"GET"** for install application
- 4 Please **wait** until to download is complete
- 5 **Finish** the application has installed it will appear on your smart phone



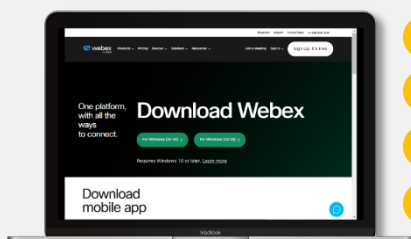
For Android Operating System

- 1 Go to Application **Play Store**
- 2 Search **Webex Meetings**
- 3 Click **"INSTALL"** for install application
- 4 Please **wait** until to download is complete
- 5 **Finish** the application has installed it will appear on your smart phone



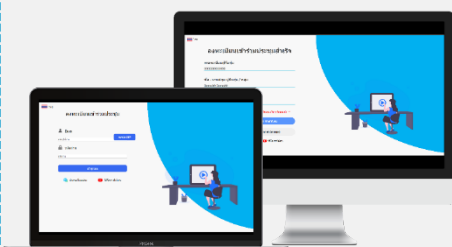
For Windows Operating System

- 1 Go to website <https://www.webex.com/downloads.html>
- 2 Click **"For Windows (64 bit)/For Windows (32 bit)"** choose to the operating system on your computer.
- 3 Click the downloaded file **"webex.msi"** for installation Webex Meetings.
- 4 Click **"Next"** button for install program.
- 5 Please **wait** until to download is complete.
- 6 Click **"Finish"** button when the system finishes installation.
- 7 Click **"Agree"** button for accept the terms in the license agreement.
- 8 Enter **"your email"** and click **"Next"** button to get access.



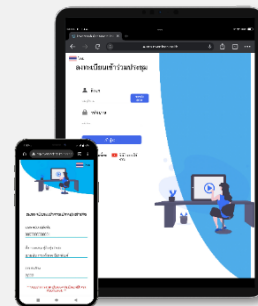
Step for registration for attending the meeting (e-Register)

- 1 Click registration link URL from email approved.
- 2 Get Username and Password that you received from your email or request OTP to login.
- 3 Click **"REGISTER"** button the system has already registered and counted as a quorum.
- 4 Click **"Live broadcast"** button




- 5 **Use Cases PC/Laptop:** Please fill in the details to register to watch the live broadcast via the Webex Meetings Application as follows
 - 5.1 Fill in the email address in the Email Address field to match the email address you submitted the application form.
 - 5.2 Click **"Join Now"** button
 - 5.3 Click **"Run a temporary application"**
 - 5.4 Click the downloaded file.
 - 5.5 Click **"Join Event"** button to attend the meeting.

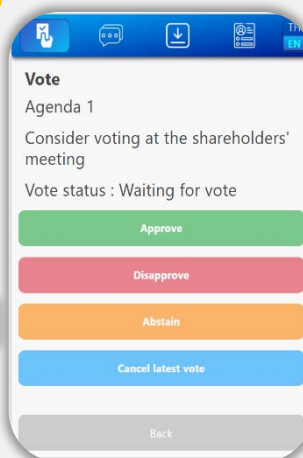
- 5 **Use Cases Mobile/iPad:** Please fill in the details to register to watch the live broadcast via the Webex Meetings Application as follows
- 5.1 Click "Join" button
In case if never use Webex Meetings. In the first use it will have get popup, you must click "ACCEPT" (Android) or click "I Accept" (iOS).
- 5.2 Enter your name in the Name box, fill out email in an e-mail address box match the e-mail address for submitting the application.
- 5.3 Click "Accept" for accept access for application.
- 5.4 Click "Join" button to get in to meeting.






Step voting process (e-Voting)

Use Cases PC/Laptop

- 1 Click "Continue" button on menu "Multimedia Viewer".
- 2 Get Username and Password that you received from your email or request OTP to login.
- 3 Click "Login" button.
- 4 Click on menu "Voting" or symbol 
- 5 Select which agenda that you want to vote.
- 6 Click the voting button as you choose.
- 7 The system will display status your latest vote.



Use Cases Mobile/iPad

- 1 Click on menu "Participants" or symbol 
- 2 Click on menu "Chat" and choose message from Inventech connect (Android) or click on "Chat" or  symbol (iOS)
- 3 Shareholders can click link in the chat message.
- 4 Then click on "Continue" button.
- 5 Get Username and Password that you received from your email or request OTP to login.
- 6 Click "Login" button.
- 7 Click on menu "Voting" or symbol 
- 8 Select which agenda that you want to vote.
- 9 Click the voting button as you choose.
- 10 The system will display status your latest vote.

To cancel the last vote, please press the button

Cancel latest vote

(This means that your most recent vote will be equal to

not voting, or your vote will be determined by the agenda result). Shareholders can conduct a review of the votes on an agenda basis.

When the voting results are closed.

Step to ask questions via Inventech Connect



1

➤ Click “Ask a question” on menu or symbol 

➤ Ask a question via send the question.

➤ Select which agenda that you want to ask.

➤ Type the question then click “Send” button 

2

➤ Ask the question via video record.

➤ Select which agenda that you want to ask.

➤ Click “Get queue ask the question via video” button or symbol 

➤ Fill out your name that show in Webex

➤ Click “Get the queue” button or symbol 

➤ Please wait for the signal from the officer to ask questions in the Chat channel.

Installation Guide for Webex Meetings and How to use Inventech Connect



1

User Manual
via e-Request



2

Installation Guide for
Webex Meetings



3

User Manual
Inventech Connect

Note Operation of the electronic conferencing system and Inventech Connect systems. Check internet of shareholder or proxy include equipment and/or program that can use for best performance. Please use equipment and/or program as the follows to use systems.

1. Internet speed requirements

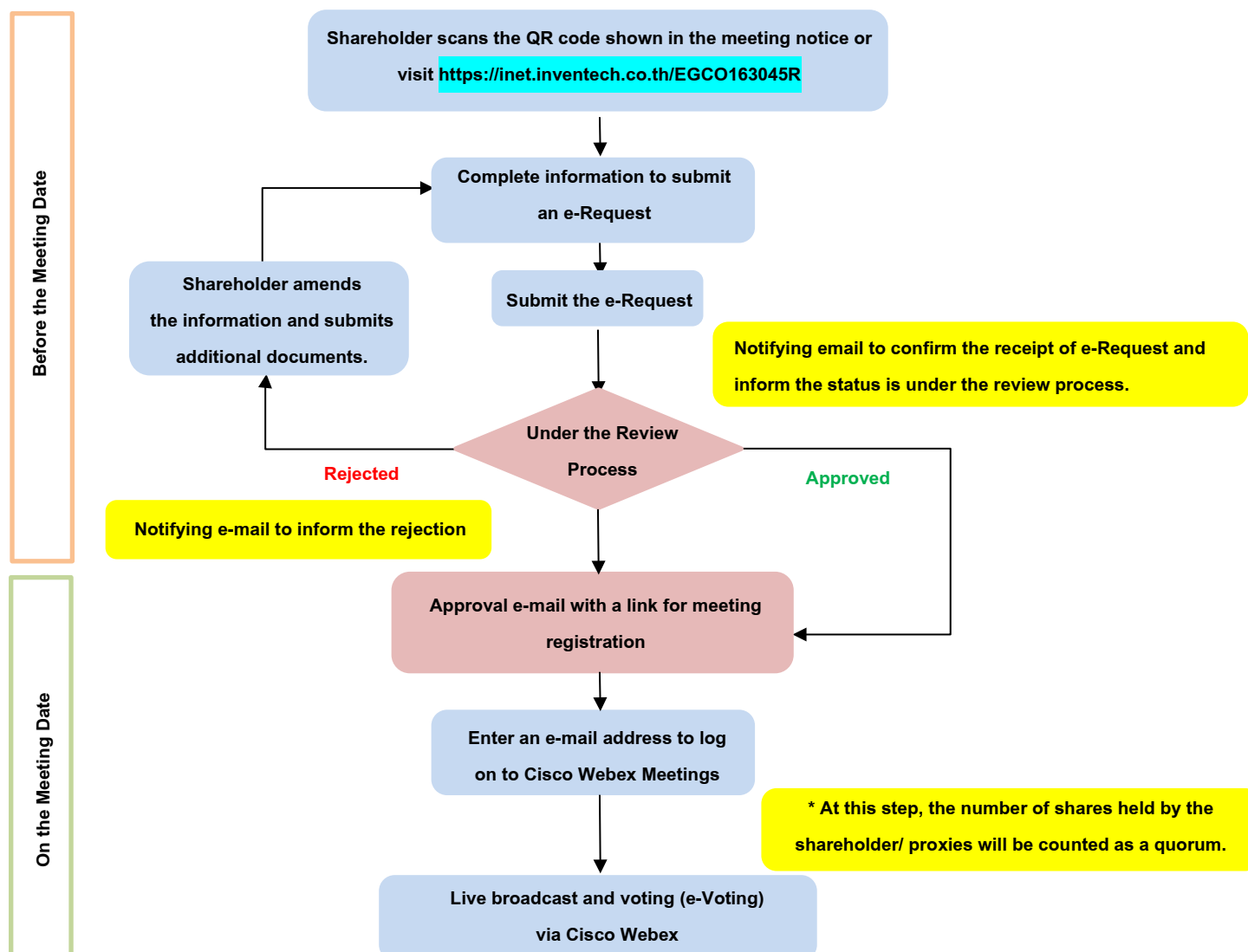
- High-Definition Video: Must be have internet speed at 2.5 Mbps (Speed internet that recommend).
- High Quality Video: Must be have internet speed at 1.0 Mbps.
- Standard Quality Video : Must be have internet speed at 0.5 Mbps.

2. Equipment requirements.

- Smartphone/Tablet that use IOS or android OS.
- PC/Laptop that use Windows or Mac OS.

3. Requirement Browser Firefox or Chrome (Recommend) or Safari

Flowchart for the Meeting Attendance via e-Meeting



Proxy Form A (General and Simple Form)
According to Regulation of Department of Business Development
Re: Form of Proxy (No. 5) B.E. 2550

Written at

Shareholders' Registration No.

Date Month Year

(1) I/We.....Nationality.....
 residing at No. Road Sub-District.....
 District Province Postal code

(2) being a shareholder of **Electricity Generating Public Company Limited** ("The Company")
 Holding the total amount of shares and have the right to vote equal to vote(s) as follows:
☐ ordinary shares shares and have the right to vote equal to vote(s)
☐ preference shares shares and have the right to vote equal to vote(s)

(3) Hereby appoint

Please mark (✓) in front of the Proxy's name (only one Proxy)	<input type="checkbox"/> 1.Age Residing at No. Road Sub-District District Province Postal Code or
	<input type="checkbox"/> 2. Mr. Paisan Mahapunnarn Independent Director Age 59 Residing at No. 1111/24 Baan Klang Muang (Ratchada-Ladprao), Ladprao Rd., Chan Kasem, Chatuchak, Bangkok or
	<input type="checkbox"/> 3. Mr. Poomjai Attanun Independent Director Age 55 Residing at No. 5/33, Condo Plus 38, Soi Sukhumvit 38, Sukhumvit Rd., Phra Khanong, Bangkok or
	<input type="checkbox"/> 4. Mr. Anya Khanthavit Independent Director Age 60 Residing at No. 64/130, Soi Chimplee 14, Chimplee Rd., Talingchan, Bangkok

Only one from the above four persons is my/our Proxy and votes on my/our behalf at the ~~Share Subscription Meeting~~ Shareholders' 2022 Annual/ ~~Extraordinary~~ General Meeting (~~Theth Meeting~~) on April 19th, 2022 at 2.00 p.m. through Electronic Means (E-AGM) only, or at any adjournment thereof to any other day, time and venue.

Any act undertaken by the Proxy in this meeting shall be deemed as my/our own act (s) in all respect.

Signed Appointer
 (.....)

Signed Proxy
 (.....)

Notice

The shareholder appointing the Proxy must authorize only one Proxy to attend and vote at the meeting and shall not allocate the number of shares to several proxies to separately vote.

Proxy Form B (Fixed and Specific Details Form)
According to Regulation of Department of Business Development
Re: Form of Proxy (No. 5) B.E. 2550

Written at

Shareholders' Registration No.

Date Month Year

(1) I/We.....Nationality.....
 residing at No. Road Sub-District.....
 District Province Postal code

(2) being a shareholder of **Electricity Generating Public Company Limited** ("The Company")
 Holding the total amount of shares and have the right to vote equal to vote(s) as follows:
☐ ordinary shares shares and have the right to vote equal to vote(s)
☐ preference shares shares and have the right to vote equal to vote(s)

(3) Hereby appoint

Please mark
 (✓) in front
 of the Proxy's
 name (only
 one Proxy)

- ☐ 1.Age
 Residing at No. Road Sub-District
 District Province Postal Code or
- ☐ 2. Mr. Paisan Mahapunnaporn Independent Director Age 59
 Residing at No. 1111/24 Baan Klang Muang (Ratchada-Ladprao), Ladprao Rd., Chan Kasem, Chatuchak, Bangkok or
- ☐ 3. Mr. Poomjai Attanun Independent Director Age 55
 Residing at No. 5/33, Condo Plus 38, Soi Sukhumvit 38, Sukhumvit Rd., Phra Khanong, Bangkok or
- ☐ 4. Mr. Anya Khanthavit Independent Director Age 60
 Residing at No. 64/130, Soi Chimplee 14, Chimplee Rd., Talingchan, Bangkok

Only one from the above four persons is my/our Proxy and votes on my/our behalf at the ~~Share Subscription Meeting~~ Shareholders' 2022 Annual/Extraordinary General Meeting (~~The.....th Meeting~~) on April 19th, 2022 at 2.00 p.m. through Electronic Means (E-AGM) only, or at any adjournment thereof to any other day, time and venue.

(4) In this meeting, I/We hereby appoint my/our Proxy to vote as follows:

Agenda 1. To Consider and Approve the Minutes of the Shareholders' 2021 Annual General Meeting

- ☐ (A) The Proxy is entitled to consider and vote in lieu of me/us in all respects as deemed appropriate.
☐ (B) The Proxy shall vote in accordance with my/our instruction as marked (✓) in the selected agendas herein:
☐ Approve ☐ Disapprove ☐ Abstain

Agenda 2. To Acknowledge the Company's Performances in 2021

This agenda is for acknowledgement and does not require the voting.

Agenda 3. To Consider and Approve the Financial Statements for the year ended December 31, 2021

- ☐ (A) The Proxy is entitled to consider and vote in lieu of me/us in all respects as deemed appropriate.
☐ (B) The Proxy shall vote in accordance with my/our instruction as marked (✓) in the selected agendas herein:
☐ Approve ☐ Disapprove ☐ Abstain

Agenda 4. To Consider and Approve the Dividend Payment from Operating Results of 2021

- ☐ (A) The Proxy is entitled to consider and vote in lieu of me/us in all respects as deemed appropriate.
- ☐ (B) The Proxy shall vote in accordance with my/our instruction as marked (✓) in the selected agendas herein:
- ☐ Approve ☐ Disapprove ☐ Abstain

Agenda 5. To consider the Bond Issuance and Offering

- ☐ (A) The Proxy is entitled to consider and vote in lieu of me/us in all respects as deemed appropriate.
- ☐ (B) The Proxy shall vote in accordance with my/our instruction as marked (✓) in the selected agendas herein:
- ☐ Approve ☐ Disapprove ☐ Abstain

Agenda 6. To Consider the Appointment of the Auditors and to Determine the Audit Fee

- ☐ (A) The Proxy is entitled to consider and vote in lieu of me/us in all respects as deemed appropriate.
- ☐ (B) The Proxy shall vote in accordance with my/our instruction as marked (✓) in the selected agendas herein:
- ☐ Approve ☐ Disapprove ☐ Abstain

Agenda 7. To Consider and Determine the Directors' Remuneration

- ☐ (A) The Proxy is entitled to consider and vote in lieu of me/us in all respects as deemed appropriate.
- ☐ (B) The Proxy shall vote in accordance with my/our instruction as marked (✓) in the selected agendas herein:
- ☐ Approve ☐ Disapprove ☐ Abstain

Agenda 8. To Consider and Elect Directors to Replace the Retiring Directors

- ☐ (A) The Proxy is entitled to consider and vote in lieu of me/us in all respects as deemed appropriate.
- ☐ (B) The Proxy shall vote in accordance with my/our instruction as marked (✓) in the selected agendas herein:
- ☐ To elect all directors
- ☐ Approve ☐ Disapprove ☐ Abstain
- ☐ To elect each director individually
- Mrs. Nujchanart Laohathaimongkol
- ☐ Approve ☐ Disapprove ☐ Abstain
- Mr. Shinichiro Suzuki
- ☐ Approve ☐ Disapprove ☐ Abstain
- Mr. Polsri Suvisisarsa
- ☐ Approve ☐ Disapprove ☐ Abstain
- Mr. Nutthavutthi Chamchang
- ☐ Approve ☐ Disapprove ☐ Abstain
- Mr. Thepparat Theppitak
- ☐ Approve ☐ Disapprove ☐ Abstain

Agenda 9. To Consider Other Matters (if any)

- ☐ (A) The Proxy is entitled to consider and vote in lieu of me/us in all respects as deemed appropriate.
- ☐ (B) The Proxy shall vote in accordance with my/our instruction as marked (✓) in the selected agendas herein:
- ☐ Approve ☐ Disapprove ☐ Abstain

- (5) Voting of the Proxy in any agenda which is not consistent with this Proxy shall be deemed invalid and shall not be voting of me/us as the shareholder.

- (6) In case I/we have not stated my/our instruction in any agenda, or have not clearly specified it, or in case this meeting has to consider or vote in any matter other than the agendas stated therein, as well as there is any change of any fact, in such cases the Proxy shall be entitled to consider and vote on my/our behalf as the Proxy deems appropriate.

Any act undertaken by the Proxy in this meeting, except for any voting undertaken by the Proxy which is inconsistent with my/our instruction stated in this Proxy, shall be deemed as my/our own act(s) in all respect.

Signed Appointer

(.....)

Signed Proxy

(.....)

Notice

1. The shareholder appointing the Proxy must authorize only one Proxy to attend and vote at the meeting and shall not allocate the number of shares to several proxies to separately vote.
2. In the agenda to consider the election of directors, the voter may either elect an individual person or all proposed directors.
3. In the event that there are agendas other than the agendas provided in this Proxy form, the Proxy shall be entitled to specify his/her voting in the attachment annexed to this Form B Proxy.

Allonge annexed to the Proxy Form B

Proxy of the Shareholder of Electricity Generating Public Company Limited

For the ~~Share Subscription Meeting~~/ Shareholders' 2022 Annual/~~Extraordinary~~ General Meeting (The.....th Meeting) to be held on April 19th, 2022 at 2.00 p.m. through Electronic Means (E-AGM) only, or at any adjournment thereof to any other date, time and venue.

.....

Agenda Subject

- ☐ (A) The Proxy is entitled to consider and vote in lieu of me/us in all respects as deemed appropriate.
- ☐ (B) The Proxy shall vote in accordance with my/our instruction as marked (✓) in the selected agendas herein:
- ☐ Approve ☐ Disapprove ☐ Abstain

Agenda Subject

- ☐ (A) The Proxy is entitled to consider and vote in lieu of me/us in all respects as deemed appropriate.
- ☐ (B) The Proxy shall vote in accordance with my/our instruction as marked (✓) in the selected agendas herein:
- ☐ Approve ☐ Disapprove ☐ Abstain

Agenda Subject

- ☐ (A) The Proxy is entitled to consider and vote in lieu of me/us in all respects as deemed appropriate.
- ☐ (B) The Proxy shall vote in accordance with my/our instruction as marked (✓) in the selected agendas herein:
- ☐ Approve ☐ Disapprove ☐ Abstain

Agenda Subject

- ☐ (A) The Proxy is entitled to consider and vote in lieu of me/us in all respects as deemed appropriate.
- ☐ (B) The Proxy shall vote in accordance with my/our instruction as marked (✓) in the selected agendas herein:
- ☐ Approve ☐ Disapprove ☐ Abstain

Agenda Subject

- ☐ (A) The Proxy is entitled to consider and vote in lieu of me/us in all respects as deemed appropriate.
- ☐ (B) The Proxy shall vote in accordance with my/our instruction as marked (✓) in the selected agendas herein:
- ☐ Approve ☐ Disapprove ☐ Abstain

Agenda Subject: To Consider and Elect Directors to Replace the Retiring Directors

Name:

- ☐ Approve ☐ Disapprove ☐ Abstain

Name:

- ☐ Approve ☐ Disapprove ☐ Abstain

Name:

- ☐ Approve ☐ Disapprove ☐ Abstain

Name:

- ☐ Approve ☐ Disapprove ☐ Abstain

Name:

- ☐ Approve ☐ Disapprove ☐ Abstain

**PROXY FORM C (FOR FOREIGN SHAREHOLDER
APPOINTING CUSTODIAN IN THAILAND)**

According to Regulation of Department of Business Development

Re: Form of Proxy (No. 5) B.E. 2550

Written at

Date Month Year

- (1) I/We.....
- Office residing at No. Road Sub-District..... District
- Province Zip code as the Custodian for the securities of.....
- who is the shareholders of
- Electricity Generating Public Company Limited,
- holding the total amount of shares and have the right to vote equal to vote(s) as follows:
- ☐ ordinary shares shares and have the right to vote equal to vote(s)
- ☐ preference shares shares and have the right to vote equal to vote(s)

- (2) Hereby appoint

- ☐ 1. Age
- Residing at No. Road Sub-District
- District Province Postal Code or
- ☐ 2. Mr. Paisan Mahapunnaporn Independent Director Age 59
- Residing at No. 1111/24 Baan Klang Muang (Ratchada-Ladprao), Ladprao Rd., Chan Kasem, Chatuchak, Bangkok or
- ☐ 3. Mr. Poomjai Attanun Independent Director Age 55
- Residing at No. 5/33, Condo Plus 38, Soi Sukhumvit 38, Sukhumvit Rd., Phra Khanong, Bangkok or
- ☐ 4. Mr. Anya Khanthavit Independent Director Age 60
- Residing at No. 64/130, Soi Chimplee 14, Chimplee Rd., Talingchan, Bangkok

Please mark
(✓) in front
of the Proxy's
name (only
one Proxy)

Only one from the above four persons is my/our Proxy and votes on my/our behalf at the ~~Share Subscription Meeting~~ Shareholders' 2022 Annual/ ~~Extraordinary~~ General Meeting (Theth Meeting) on April 19th, 2022 at 2.00 p.m. through Electronic Means (E-AGM) only, or at any adjournment thereof to any other day, time and venue.

- (3) In this meeting, I/We hereby appoint my/our Proxy to attend and vote as follows:

- ☐ Proxy for all shares held and entitled to vote.
- ☐ Proxy for partial shares of.
- Ordinary Shares shares and entitling to vote Votes
- Preference Shares shares and entitling to vote Votes
- Total voting right Votes

- (4) In this meeting, I/We hereby appoint my/our Proxy to vote as follows:

- (1) ☐ Agenda 1. To Consider and Approve the Minutes of the Shareholders' 2021 Annual General Meeting
- ☐ (A) The Proxy is entitled to consider and vote in lieu of me/us in all respects as deemed appropriate.
- ☐ (B) The Proxy shall vote in accordance with my/our instruction as marked (✓) in the selected agendas herein:
- ☐ Approve..... Shares ☐ Disapprove Shares ☐ Abstain Shares

(2) ☐ Agenda 2. To Acknowledge the Company's Performances in 2021

This agenda is for acknowledgement and does not require the voting.

(3) ☐ Agenda 3. To Consider and Approve the Financial Statements for the year ended December 31, 2021

☐ (A) The Proxy is entitled to consider and vote in lieu of me/us in all respects as deemed appropriate.

☐ (B) The Proxy shall vote in accordance with my/our instruction as marked (✓) in the selected agendas herein:

☐ Approve..... Shares ☐ Disapprove Shares ☐ Abstain Shares

(4) ☐ Agenda 4. To Consider and Approve the Dividend Payment from Operating Results of 2021

☐ (A) The Proxy is entitled to consider and vote in lieu of me/us in all respects as deemed appropriate.

☐ (B) The Proxy shall vote in accordance with my/our instruction as marked (✓) in the selected agendas herein:

☐ Approve..... Shares ☐ Disapprove Shares ☐ Abstain Shares

(5) ☐ Agenda 5. To consider the Debenture Issuance and Offering

☐ (A) The Proxy is entitled to consider and vote in lieu of me/us in all respects as deemed appropriate.

☐ (B) The Proxy shall vote in accordance with my/our instruction as marked (✓) in the selected agendas herein:

☐ Approve..... Shares ☐ Disapprove Shares ☐ Abstain Shares

(6) ☐ Agenda 6. To Consider the Appointment of the Auditors and to Determine the Audit Fee

☐ (A) The Proxy is entitled to consider and vote in lieu of me/us in all respects as deemed appropriate.

☐ (B) The Proxy shall vote in accordance with my/our instruction as marked (✓) in the selected agendas herein:

☐ Approve..... Shares ☐ Disapprove Shares ☐ Abstain Shares

(7) ☐ Agenda 7. To Consider and Determine the Directors' Remuneration

☐ (A) The Proxy is entitled to consider and vote in lieu of me/us in all respects as deemed appropriate.

☐ (B) The Proxy shall vote in accordance with my/our instruction as marked (✓) in the selected agendas herein:

☐ Approve..... Shares ☐ Disapprove Shares ☐ Abstain Shares

(8) ☐ Agenda 8. To Consider and Elect Directors to Replace the Retiring Directors

☐ (A) The Proxy is entitled to consider and vote in lieu of me/us in all respects as deemed appropriate.

☐ (B) The Proxy shall vote in accordance with my/our instruction as marked (✓) in the selected agendas herein:

☐ To elect all directors shares

☐ Approve..... Shares ☐ Disapprove Shares ☐ Abstain Shares

☐ To elect each director individually

Mrs. Nujchanart Laohathaimongkol

☐ Approve..... Shares ☐ Disapprove Shares ☐ Abstain Shares

Mr. Shinichiro Suzuki

☐ Approve..... Shares ☐ Disapprove Shares ☐ Abstain Shares

Mr. Polsri Suvisisarsa

☐ Approve..... Shares ☐ Disapprove Shares ☐ Abstain Shares

Mr. Nutthavutthi Chamchang

☐ Approve..... Shares ☐ Disapprove Shares ☐ Abstain Shares

Mr. Thepparat Theppitak

☐ Approve..... Shares ☐ Disapprove Shares ☐ Abstain Shares

(9) ☐ Agenda 9. To Consider Other Matters (if any)

☐ (A) The Proxy is entitled to consider and vote in lieu of me/us in all respects as deemed appropriate.

☐ (B) The Proxy shall vote in accordance with my/our instruction as marked (✓) in the selected agendas herein:

☐ Approve..... Shares ☐ Disapprove Shares ☐ Abstain Shares

(5) Voting of the Proxy in any agenda which is not consistent with this Proxy shall be deemed invalid and shall not be voting of me/us as the shareholder.

(6) In case I/we have not stated my/our instruction in any agenda, or have not clearly specified it, or in case this meeting has to consider or vote in any matter other than the agendas stated therein, as well as there is any change of any fact, in such cases the Proxy shall be entitled to consider and vote on my/our behalf as the Proxy deems appropriate.

Any act undertaken by the Proxy in this meeting, except for any voting undertaken by the Proxy which is inconsistent with my/our instruction stated in this Proxy, shall be deemed as my/our own act (s) in all respect.

Signed Appointer

(.....)

Signed Proxy

(.....)

Notice

1. This Proxy Form C shall be used only in the event that the shareholders named in the shareholder Registered Book are foreign investor(s) and appointing custodian in Thailand to be his/her/their custody and managing his/her/their shares securities.
2. Supporting documents required to be attached with this Proxy are:
 - (1) Power of Attorney from shareholder, appointing custodian to have authority to sign the Proxy and
 - (2) The evidence, certifying that the person who signs the Proxy is authorized to engage in custodian business.
3. The shareholder appointing the Proxy must authorize only one Proxy to attend and vote at the meeting and shall not allocate the number of shares to several proxies to separately vote.
4. In the agenda to consider the election of directors, the voter may either elect an individual person or all proposed directors.
5. In the event that there are agendas other than the agendas provided in this Proxy form, the Proxy shall be entitled to specify his/her voting in the attachment annexed to this Form C Proxy.

Allonge annexed to the Form of Proxy C.

Proxy of the Shareholder of Electricity Generating Public Company Limited

For the ~~Share Subscription Meeting~~/ Shareholders' 2022 Annual/~~Extraordinary~~ General Meeting (~~Theth Meeting~~) to be held on April 19th, 2022 at 2.00 p.m. through Electronic Means (E-AGM) only, at any adjournment thereof to any other date, time and venue.

.....

Agenda Subject

- ☐ (A) The Proxy is entitled to consider and vote in lieu of me/us in all respects as deemed appropriate.
- ☐ (B) The Proxy shall vote in accordance with my/our instruction as marked (✓) in the selected agendas herein:
- ☐ Approve.....shares ☐ Disapprove shares ☐ Abstain.....shares

Agenda Subject

- ☐ (A) The Proxy is entitled to consider and vote in lieu of me/us in all respects as deemed appropriate.
- ☐ (B) The Proxy shall vote in accordance with my/our instruction as marked (✓) in the selected agendas herein:
- ☐ Approve.....shares ☐ Disapprove shares ☐ Abstain.....shares

Agenda Subject

- ☐ (A) The Proxy is entitled to consider and vote in lieu of me/us in all respects as deemed appropriate.
- ☐ (B) The Proxy shall vote in accordance with my/our instruction as marked (✓) in the selected agendas herein:
- ☐ Approve.....shares ☐ Disapprove shares ☐ Abstain.....shares

Agenda Subject

- ☐ (A) The Proxy is entitled to consider and vote in lieu of me/us in all respects as deemed appropriate.
- ☐ (B) The Proxy shall vote in accordance with my/our instruction as marked (✓) in the selected agendas herein:
- ☐ Approve.....shares ☐ Disapprove shares ☐ Abstain.....shares

Agenda Subject

- ☐ (A) The Proxy is entitled to consider and vote in lieu of me/us in all respects as deemed appropriate.
- ☐ (B) The Proxy shall vote in accordance with my/our instruction as marked (✓) in the selected agendas herein:
- ☐ Approve.....shares ☐ Disapprove shares ☐ Abstain.....shares

Agenda Subject

- ☐ (A) The Proxy is entitled to consider and vote in lieu of me/us in all respects as deemed appropriate.
- ☐ (B) The Proxy shall vote in accordance with my/our instruction as marked (✓) in the selected agendas herein:
- ☐ Approve.....shares ☐ Disapprove shares ☐ Abstain.....shares

Agenda Subject Election of Directors (continued)

Name :

- ☐ Approve.....shares ☐ Disapprove shares ☐ Abstain.....shares

Name :

- ☐ Approve.....shares ☐ Disapprove shares ☐ Abstain.....shares

Name :

- ☐ Approve.....shares ☐ Disapprove shares ☐ Abstain.....shares

Name :

- ☐ Approve.....shares ☐ Disapprove shares ☐ Abstain.....shares

Name :

- ☐ Approve.....shares ☐ Disapprove shares ☐ Abstain.....shares

Profiles of the Independent Directors as Volunteer Proxies

Name	Position	Age	Address	Interest in any agenda item	Special conflict of Interest
Mr. Paisan Mahapunnaporn	<ul style="list-style-type: none"> Independent Director Member of Audit Committee Member of Nomination and Remuneration Committee 	59	1111/24, Baan Klang Muang (Ratchada-Ladprao), Ladprao Rd., Chatuchak, Bangkok 10900	7	None
Mr. Poomjai Attanun	<ul style="list-style-type: none"> Independent Director Corporate Governance and Social Responsibility Committee Member Risk Oversight Committee Member 	55	No. 5/33, Condo Plus 38, Soi Sukhumvit 38, Sukhumvit Rd., Phra Khanong, Bangkok	7	None
Mr. Anya Khanthavit	<ul style="list-style-type: none"> Independent Director Chairman of Risk Oversight Committee Member of the Audit Committee 	60	64/130, Soi Chim Phli 14, Chim Phli Rd., Chim Phli, Taling Chan, Bangkok, 10170.	7	None

**Articles of Association
of
Electricity Generating Public Company Limited**

SHAREHOLDERS' MEETING

1. Calling of Shareholders' Meeting

Article 29. The Board of Directors shall hold an annual ordinary meeting of shareholders within four months from the end of the fiscal year of the Company. The agenda to be transacted at such meeting shall include the following:

- (1) To acknowledge the annual report of the Board of Directors.
- (2) To consider and approve the balance sheet and the profit and loss statement.
- (3) To consider appropriation of the profit.
- (4) To elect Directors in place of those retiring by rotation.
- (5) To appoint an auditor and specify the remuneration for the auditor.
- (6) Other businesses.

Other meeting of shareholders in addition to the meeting under the first paragraph shall be called extra-ordinary meeting. The Board of Directors may summon an extra-ordinary meeting of shareholders at any time it deems expedient or one or more shareholders holding the aggregate number of shares of not less than ten percent of the total number of shares sold may, by subscribing their names, request the Board of Directors in writing to call an extra-ordinary meeting at any time, but the reasons for calling such meeting shall be clearly stated in such request. In this regard, the Board of Directors shall proceed to call the meeting of shareholders within forty-five days as from the date on which the request in writing from the shareholders is received.

In case the Board of Directors fails to arrange the meeting within such period under second paragraph, the shareholders who have subscribed their names or other shareholders holding the required aggregate number of shares may themselves call the meeting within forty-five days as from the date of expiration of the period under second paragraph. In such case, the meeting is deemed to be shareholders' meeting called by the Board of Directors and the Company shall be responsible for necessary expenses as may be incurred in the course of summoning such meeting and the Company shall reasonably provide facilitation.

In the case where, at the meeting called by the shareholders under third paragraph, the number of the shareholders presented does not constitute quorum as prescribed in Article 32, the shareholders under third paragraph shall jointly compensate the Company for the expenses incurred in arrangements for holding that meeting.

Article 30. In summoning a shareholders' meeting, the Board of Directors shall prepare an invitation specifying the place, date, time, agenda and matters to be proposed to the

meeting; as well as adequate details that clearly indicated whether such matters are proposed for acknowledgement, approval, or consideration, as the case may be; and the Board of Directors' opinions on such matters. The invitation shall be sent to the shareholders and a Registrar not less than seven days prior to the date of the meeting and be advertised in a newspaper for three consecutive days, not less than three days prior to the date of the meeting.

The shareholders' meeting shall be held at the location of the head office or any other place as the Board of Directors deems appropriate.

2. Proxy

Article 31. For every shareholders' meeting, a shareholder may appoint a proxy who has reached maturity to attend the meeting and vote on his behalf.

The instrument appointing a proxy shall be in accordance with the form specified by the Registrar. The proxy shall submit the said instrument to the Chairman or the person designated by the Chairman before entering the meeting.

In voting, the proxy shall have the same number of votes as are vested in the all grantors of proxy who is entitled to vote at that time, unless the proxy informs the meeting prior to the voting that he shall exercise the voting right of particular grantors; for such matter, the proxy shall specify the name of the shareholder granting the proxy and the number of shares held by him.

3. Quorum

Article 32. At a shareholders' meeting, there shall be not less than 25 shareholders and proxies (if any) or not less than half of the total number of shareholders whose shares holding altogether are not less than one-third the total issued shares attending the meeting to constitute a quorum.

In any shareholders' meeting, the number of shareholders attending the meeting does not constitute a quorum within one hour after the appointed time, the meeting shall be cancelled if it was summoned by the requisition of shareholders. If the meeting was not summoned by the requisition of shareholders, another meeting shall be summoned and an invitation of the meeting shall be sent to the shareholders not less than seven days before the meeting. At such subsequent meeting, it is not required to constitute the quorum.

Article 33. The Chairman of the Board of Directors shall be the Chairman of the shareholders' meeting. In the event that the Chairman is absent or unable to perform his duties and there is a Vice-Chairman, he shall preside over the meeting. If there is no Vice-Chairman or he is unable to perform his duty, the shareholders present at the meeting shall elect one of them to act as a Chairman of the meeting.

Article 34. The Chairman of the shareholders' meeting shall be responsible for conducting the meeting in accordance with the Articles of Association with regards to the meeting. The Chairman shall conduct the meeting in order of agenda as arranged in the invitation of the meeting unless the meeting resolves to change the order with votes not less than two-thirds the number of shareholders present.

Upon concluding of the meeting pursuant to the first paragraph, shareholders holding an aggregate number of shares not less than one-third the total number of shares sold may request the meeting to consider other matters in addition to those specified in the invitation.

In the event that the meeting is unable to conclude the meeting pursuant to the first paragraph or unable to conclude the consideration of additional matters as requested by shareholders pursuant to the second paragraph, as the case may be, and it becomes necessary to postpone the meeting, the meeting shall specify the place, date and time for the subsequent meeting. The Board of Directors shall send an invitation specifying the place, date, time and agenda of the meeting to the shareholders not less than seven days prior to the date of the meeting. The invitation shall be advertised in a newspaper for three consecutive days and not less than three days prior to the date of the meeting.

4. Voting

Article 35. Voting in shareholders' meeting shall be conducted as follows:

- (1) Unless otherwise provided herein, for each voting, each shareholder shall have number of votes equivalent to the number of shares held by him; one share shall be counted as one vote.
- (2) Voting shall be openly conducted, unless otherwise requested by the least five shareholders and the meeting has resolved as such, voting shall be conducted by secret ballot. Procedure for voting by secret ballot shall be determined by the Chairman of the meeting.

Article 36. Unless otherwise provided herein, a resolution passed by the shareholders' meeting shall require the following number of votes:

- (1) In normal cases, a resolution shall be adopted by the majority votes of shareholders present and voting. If the votes are equal, the Chairman of the meeting shall have a casting vote.
- (2) In the following cases, a resolution shall be adopted by a vote of not less than four-fifth of the total votes of the shareholders present and entitled to vote:
 - (a) the execution, amendment or termination of a contract concerning the leasing, in whole or essential part, of the Business;
 - (b) the dissolution or amalgamation of the Company;
 - (c) the changes in or amendment to the Memorandum of Association or Articles of Association;
 - (d) the assignment to another person of responsibility for management of the business of the Company;

- (e) the appointment or removal of any Director or any change in the number of Directors;
 - (f) the issuance of preference shares, debentures, warrants or other securities (other than common shares) by the Company or any alteration of the existing rights pertaining thereto;
 - (g) the operation of new business, the change in the nature of the Business and the material acquisitions of the Business of the Company; and
 - (h) the capital increase or reduction or any other actions which by law required at least three-fourth majority of the total votes of the shareholders present and entitled to vote.”
- (3) A resolution shall be adopted by a vote of not less than three-fourth of the total votes of the shareholders present and entitled to vote in the case where the current Notification of the Stock Exchange of Thailand requires an affirmative vote of not less than three-fourths of the Shareholders’ Meeting, including those governing the connected transactions to be entered into by the Company or the subsidiary company, or the acquisition or disposal of assets of the Company or the subsidiary company in accordance with the Notification of the Stock Exchange of Thailand.

BOARD OF DIRECTORS

1. Director’s Qualifications

Article 13. The Board of Directors shall have the required qualifications and not have any prohibited characteristics as provided by the Public Limited Company Act. The Board of Directors shall comprise of not less than 5 Directors and not more than 15 Directors who shall be appointed by Shareholders, provided that not less than half of the Directors must have residency in the Kingdom.”

Article 22. A Director may or may not be a shareholder of the Company.

2. Director’s Remuneration

Article 14. Directors shall be entitled to remuneration in the form of salary, meeting allowances, other allowances, or bonus.

3. Appointment of Directors

Article 16. The shareholders' meeting shall appoint directors in accordance with the following rules and procedures:

- (1) Each shareholder shall be entitled to the number of votes equivalent to the number of shares held by him; one share shall have one vote.

- (2) Each shareholder shall appoint one or more directors, provided that the shareholders shall not exercise their votes in excess of the number of directors required at such time.
- (3) In the case that a shareholder vote for more than one director, the shareholder may exercise all the votes he has, provided that the vote may not be allocated at any number among any such persons.
- (4) Persons receiving the highest votes in descending order shall be appointed directors equal to the number of directors to be appointed at such time. In the event that those persons, who are elected, in descending order, receive equal votes which are more than the number of directors to be elected at that time, the Chairman of the meeting shall have a casting vote.

Article 17. At every annual ordinary meeting, one-third of the directors shall retire from office. If the number of directors is not a multiple of three then the number nearest to one-third must retire from office.

The Directors who are to retire during the first and second year following the registration of the Company shall be drawn by lots. In every subsequent year, the longest-serving directors shall retire.

A retired Director is eligible for reappointment.

ACCOUNTS, FINANCE AND AUDITION

1. Audition

Article 39. The Board of Directors shall arrange for making a balance sheet and a profit and loss statement on the last day of the fiscal year of the Company and submit them to the shareholders meeting for approval at the annual ordinary meeting. Prior to submitting them to the shareholders' meeting, the Board of Directors shall arrange for the balance sheet and the profit and loss statement to be audited by auditor.

Article 40. The Board of Directors shall send the following documents to the shareholders together with the invitation of the annual ordinary meeting.

- (1) copies of the audited balance sheet and profit and loss statement together with the report from the auditor thereon;
- (2) annual report of the Board of Directors.

2. Dividend Payment and Net Profit Appropriation

Article 41. It is prohibited to pay dividends from any type of fund except from profit. In the case that the Company has sustained any accumulated loss, no dividend shall be paid.

Dividends shall be divided equally in accordance with the number of shares and by approval of the shareholders' meeting.

The Board of Directors may pay interim dividends from time to time to shareholders if the Company's profit is adequate for doing so. Upon such dividend payment, the Board of Directors shall then report to the shareholder at the next meeting.

Dividends shall be paid within one month from the date the resolution of the shareholders' meeting or the Board of Directors was adopted, as the case may be. A written notice of dividend payment shall be sent to the shareholders and published in the newspaper.

The Company may pay dividend in the form of ordinary shares upon receiving approval from the shareholders' meeting.

Articles 42. The Company shall appropriate not less than five percent of the annual net profit less the accumulated loss carried forward (if any) to be reserve fund until the reserve fund reaches not less than ten percent of the registered capital.

The Board of Directors may propose to the shareholders' meeting for approval of the reserve fund to be used for operating the company's business.

Privacy Notice
For Shareholder, Proxy, and Attendee at the Shareholders' 2022 Annual General Meeting
in accordance with the Personal Data Protection Act B.E. 2562 (2019)

Electricity Generating Public Company Limited (“the Company”) greatly aware of the importance to the protection of your personal data by providing the protection measures used for the personal data of the Attendees of the Shareholders' 2022 Annual General Meeting in accordance with the Personal Data Protection Act B.E. 2562 (2019) (“PDPA”). The Company hereby informs you the following information in order to comply with the PDPA.

Objective and Necessity in Collecting Your Personal Data and Personal Data to Be Collected

When you proceed with the registration as an attendee of the shareholders meeting including being a proxy for voting in the Shareholders' 2022 Annual General Meeting, it is necessary for the Company to collect your personal data as you have submitted to the Company, including to collect and use your personal data which the Company received from Thailand Securities Depository Company Limited (“TSD”), namely name, surname, address, telephone number, identification card number, passport number, and data regarding shares, etc., to be used for the following purposes:

1. Inviting to the Shareholders' 2022 Annual General Meeting, holding the Annual General Meeting of Shareholders as required by law, and proceeding with activities regarding the resolution of the Annual General Meeting of Shareholders, such as dividend payment; and
2. Delivery of Annual Report and/or Integrated Sustainability as requested by shareholders.

In addition, the Company discloses and shares your personal data with third persons and other juristic persons that are not the Company group (“third person”) for the purposes of collecting abovementioned personal data, such as Ministry of Commerce, Securities and Exchange Commission, and Securities Exchange of Thailand, etc.

Retention Periods for Personal Data

The company will retain your personal data in confidential under the provisions of the PDPA for the time required to serve the purposes of the abovementioned activities and will delete your personal information immediately when such personal data is no longer necessary for the purposes stated in this letter.

Rights of Data Owner

As the owner of the personal data, you have the rights as stipulated in the PDPA, which include the right to withdraw the consent; however, the withdrawal of consent shall not affect the collection, use, or disclosure of personal data that you has already given consent legally, right to access and obtain copy of your personal data, right to transfer your personal data according to the method stipulated by law, right to object the collection, use, or disclosure of your personal data, right to request erasure or destruction of your personal data, right to request restriction of the use of your personal data, right to correct your personal data, and right to file a complaint to the Personal Data Protection Committee.

You may exercise your rights when the PDPA comes into full effect and enforces the Company as the data controller.

Contacting the Company

You can exercise any of the aforementioned rights or make any other request regarding your personal data by contacting the Corporate Secretary Division of Electricity Generating Public Company Limited at 0-2998 5020-27 or CS@egco.com.

Advance Inquiry Submission Form for the 2022 AGM
Please fill in your information and inquiry in the agenda meeting

1. Name-Surname (English)

2. Type of Attendant

- ☐ Shareholder
☐ Proxy

3. Please identify the meeting agenda and your inquiries

(For a clear response, please indicate the meeting agenda before your inquiries)

Please submit the Advance Inquiry Submission Form for the Annual General Meeting to the company using a business reply envelope provided. In addition, you are able to submit the advance inquiry through the following channels:

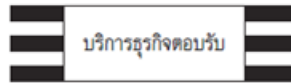
1.1 E-mail: cs@egco.com

1.2 Microsoft Forms: please scan this QR Code



Advance Inquiry
Submission Form

-English-



To

Corporate Secretary Division
Electricity Generating Public Company Limited
222 EGCO Tower, 16th Floor
Vibhavadi Rangsit Road, Tungsonghong,
Laksi, Bangkok 10210

ใบอนุญาตเลขที่ ปณ. (น)/3439 ปณท. หลักสี่
ถ้าหากส่งไปประเทศไม่ต้องผนึกตราไปรษณียากร



EGCO welcomes your views.....



The Annual Report is a key element in the communication between us and our stakeholders. To enhance the quality of our annual reporting, please let us have your views by returning this form to us via e-mail at cs@egco.com.

1. Please circle the appropriate number below.

	strongly disagree			strongly agree
1.1 Easy to understand?	1	2	3	4
1.2 Helpful information?	1	2	3	4
1.3 Any other comments/suggestions?	1	2	3	4

2. Your overall rating of this Annual Report is: (Please "✓" appropriate box)

Poor ☐

Fair ☐

Good ☐

Very Good ☐

Excellent ☐

3. Is there any additional information you expect to receive in the Annual Report? Please specify.

4. Do you have any question for the Board of Directors and the President, to be addressed in next year's Annual Report or answered on the "Frequently Asked Questions" section of the Company's website? Please specify.