# Invitation to the Annual General Meeting of Shareholders for the Year 2023

# BIG CAMERA CORPORATION PUBLIC COMPANY LIMITED



on Wednesday 26 April, 2023 at 14.00 hrs.,

By broadcasting the signal via Inventech Connect from the meeting room on the 1th floor at Big Camera Corporation Public Company Limited

115,115 / 1, Sawaddikarn1 Road, Nong Khaem, Bangkok 10160



#### (-Translation-)

April 5, 2023

Subject: Invitation to Annual General Meeting of Shareholders for the Year 2023

To : Shareholders of BIG Camera Corporation Public Company Limited

Enclosures: 1. Copy of the Minutes of the 2022 Annual General Meeting of Shareholders

- 2. Definition and qualification of Independent Directors
- Registration Form and 56-1 One Report, together with the Financial Statements of the Company for the year ended 31<sup>st</sup> December 2022 in QR-Code
- 4. Proxy Form A and Proxy Form B (Proxy Form C is available for download from the Company's website at <a href="https://investor.bigcamera.co.th/">https://investor.bigcamera.co.th/</a>
- 5. Documents or evidences required for attending the Meeting
- 6. The Articles of Association of the Company relating to Shareholders' Meeting
- Profile of the Independent Director who is proposed to be a proxy of shareholders in case of proxy granting
- 8. Details of Directors who retire by rotation
- 9. Details of new directors (in brief)
- 10. Procedure to attend the meeting process of registration, vote and the use of electronic conferencing system "Inventech Connect".

The Board of Directors' meeting No. 1/2023 of BIG Camera Corporation Public Company Limited ("Company") held on 21<sup>th</sup> February 2023 adopted a resolution to call for the Annual General Meeting of Shareholders for the Year 2023 to be held on Wednesday 26<sup>th</sup> April 2023 at 14.00 hrs., in the form of a meeting via electronic media (E-Meeting) by broadcasting a video signal via Inventech Connect system from the meeting room on the 1<sup>th</sup> floor of Big Camera Corporation Public Company Limited at 115,115 / 1, Sawaddikarn1 Road, Nong Khaem, Bangkok 10160 to consider the following agendas:

# Agenda 1 Adoption of the minutes of 2022 Annual General Meeting of Shareholders

<u>Fact and reasons:</u> The Company Secretary took the minutes of the 2022 Annual General Meeting of Shareholders, which was held on 26<sup>th</sup> April 2022. The Company Secretary submitted mentioned Minutes of the Meeting to the Stock Exchange of Thailand ("SET") within 14 days and to the Ministry of Commerce as required by laws. A copy of the Minutes was attached to this meeting invitation. (Enclosure no.1)



<u>Board's opinion:</u> The Minutes was taken accurately according to the resolutions of the Meeting. The shareholders are recommended to adopt the Minutes of the 2022 Annual General Meeting of Shareholders.

Pursuant to the law, this matter requires an affirmative resolution passed by a majority of the total number of votes of the Shareholders who attend the meeting and cast their votes.

# Agenda 2 Acknowledgement of the Company's Operation result for the year 2022

<u>Fact and reasons</u>: The Company prepared the report of the Company's business operation for the year ended 31<sup>st</sup> December 2022. Details of which are appeared in the 2022 56-1 One Report, which was delivered to the shareholders, together with this meeting invitation. (Enclosure no.3)

<u>Board's opinion</u>: After due consideration, the Board of Directors endorsed the correctness and adequacy of the reports. The shareholders are recommended to acknowledge the Company's business operation for the year 2022.

This matter is for the Shareholders' information and acknowledgement without voting to pass a resolution.

# Agenda 3 Approval on the Financial Statements for the year ended 31st December 2022 together with the Auditor Report

<u>Fact and reasons</u>: The Company prepared the Financial Statements for the year ended 31<sup>st</sup> December 2022 and auditor report which were audited and certified by the auditor of the Company, EY Office Limited, and reviewed by the Audit Committee. Details of which are appeared in the Annual Report submitted together with this meeting invitation. (Enclosure no.3)

<u>Board's opinion</u>: The shareholders are recommended to approve the Financial Statements for the year ended 31<sup>st</sup> December 2022 which were audited and certified by the auditor of the Company and reviewed by the Audit Committee.

Pursuant to the law, this matter requires an affirmative resolution passed by a majority of the total number of votes of the Shareholders who attend the meeting and cast their votes.

# Agenda 4 Approval the allocation of profits for the Company's operating results for the year ended December 31<sup>st</sup> ,2022 and dividend payment.

<u>Fact and reasons:</u> Pursuant to Chapter 6 Article 49 of the Company's Articles of Association, the Company must reserve fund stipulated by law at least 5% of its net income after reduction of loss carry forward until this legal reserve equal to at least 10% of its registered capital. In addition, the Company has dividend



policy to pay dividend from its profit not less than 50% of the net profit remained after reduction of all kinds of reserve fund stipulated by law and the Company. Unless there is a need for a reasonable cause that cannot be paid in this regard, the payment of dividends shall be based on various factors to consider such as financial status, liquidity, business expansion and other factors Involved in the management of the company the above dividend payment must be approved by the Board of Directors and the shareholders.

According to the 2022 operating results of the Company, the Company has net profit of 79,232,877 Baht. The Board of Directors' Meeting no.1/2023 held on 21st February 2023, endorsed the dividend payment for the operating results of the fiscal year 2022 to all shareholders at 0.02 Baht per share. The total amount to be paid is 70,577,576 Baht or 89.08% of the company only net profit, which in line with the Company's dividend payment policy. There was no additional appropriation as the Company legal reserve has already met the requirement of the law.

<u>Board's opinion</u>: The shareholders are recommended to approve the declaration of dividend payment for the operating results of the fiscal year 2022 ended 31<sup>st</sup> December 2022 at 0.02 Baht per share, the total amount to be paid is 70,577,576 Baht to the shareholders whose names are appeared in the share register book on 15<sup>th</sup> March 2023 (Record Date) and there will be no additional appropriation as the Company legal reserve has met the requirement of the law. In this regard, dividend will be paid on 10<sup>th</sup> May 2023. However, the granting of such rights by the Company is still uncertain as it has to wait for approval from the shareholders' meeting.

Pursuant to the law, this matter requires an affirmative resolution passed by a majority of the total number of votes of the Shareholders who attend the meeting and cast their votes.

# Agenda 5 Approval on the appointment of the auditor for the Year 2023 and determination of the remuneration

Fact and reasons: In order to ensure compliance with Section 120 of the Public Company Act B.E.2535 with regard to the appointment of auditor and determination of auditor remuneration by the Meeting of Shareholder every year.

The Audit Committee had selected the auditor of the Company and its subsidiaries for the year 2023 by considered the freedom, qualification, experience, knowledge, continuity and efficiency including the appropriate audit fee then proposed to the Board of Directors to propose to the Meeting of Shareholders to



appoint the EY Office Limited as the auditor of the Company and its subsidiaries for the year 2023 as listed below;

1. Miss Krongkaew Limkittikul Certified Public Accountant Registration number 5874 and / or

2. Ms. Watoo Kayankannavee Certified Public Accountant Registration number 5423 and / or

3. Mr. Vatcharin Pasarapongun Certified Public Accountant Registration number 6660

any of these auditors shall be appointed as the company and its subsidiaries's auditor and the auditor remuneration for the year 2023 shall be determined at the amount of 2,960,000 Baht, increased from the previous year due to the lack of discounts due to the COVID-19 situation. (The auditor remuneration is exclusive of other fees (Non-audit fee) if any, which will be billed per actual i.e. traveling expenses) details as follow;

2023 (proposed year)				
Company	Quarterly Review	Year End Review	Total	
Big Camera Corporation PLC.	960,000.00	1,440,000.00	2,400,000.00	
Image Solution Plus Co., Ltd.	-	200,000.00	200,000.00	
Piccasus Co., Ltd.	60,000.00	300,000.00	360,000.00	
Total	1,020,000.00	1,940,000.00	2,960,000.00	

In this regard, such auditors of EY Office Limited are qualified and have no relationship with or any interests with the Company, its subsidiary, executives, major shareholders, or any persons related to such parties and therefore; the auditors show independence in auditing and rendering opinions on financial statements.

Board's opinion: The Board of Directors concurred the endorsement of the Audit Committee to propose to the Meeting of Shareholders to appoint either Miss Krongkaew Limkittikul, Certified Public Accountant No. 5874 or Mr. Watoo Kayankannavee, Certified Public Accountant No. 5423 or Mr. Vatcharin Pasarapongun, Certified Public Accountant No. 6660 from EY Office Limited to be the auditors of the Company and its subsidiaries for the year 2023 and to determine the auditor remuneration of 2,960,000 Baht. In the event that the auditors mentioned above are unable to perform their duties, EY Office Limited is authorized to assign another of its auditors to perform the audit and express opinion on the Company's and its subsidiaries financial statements in place of them.

Pursuant to the law, this matter requires an affirmative resolution passed by a majority of the total number of votes of the Shareholders who attend the meeting and cast their votes.



# Agenda 6 To determine the director remuneration for the year 2023

<u>Fact and reasons</u>: The Board of Directors has considered the director remuneration for the year 2023 by taking into account the benchmark rates of peers in the industry, and the Company's business expansion, the performance of the Company and its subsidiary, as well as scope and responsibility of each committee and agreed to propose the shareholders to approve the director remuneration at the aggregate amount of not more than 2,000,000 Baht, which is same as previous year. The meeting allowance remains the same as follow;

	2023 (propose year)	2022
Detail of Remuneration	Meeting allowance/person/time	Meeting allowance/person/time
Chairman of the Board of Directors	22,000 Baht	22,000 Baht
Chairman of the Audit Committee	22,000 Baht	22,000 Baht
Director	15,000 Baht	15,000 Baht
Audit Committee	15,000 Baht	15,000 Baht

<u>Board's opinion</u>: The Board of Directors agreed to propose such to the Meeting of Shareholders for consideration and approval for the director remuneration of the year 2023 at the aggregate amount not to exceed 2,000,000 Baht.

This matter requires an affirmative resolution of not less than two-third (2/3) of the total number of votes of the Shareholders attending the meeting and are entitled to vote.

# Agenda 7 Approval on the election of the directors in replacement of the directors who retire by rotation

Fact and reasons: Pursuant to Chapter 4 Article 22 of the Articles of Association of the Company, at every annual general meeting of shareholders, one-third (1/3) of the total number of directors shall retire by rotation. If the number of vacated directors does not reach the exact one-third (1/3), the number nearest to one-third (1/3) shall be subject to the above retirement. A retiring director may be eligible for re-election.

In 2023, 3 directors shall retire, which are;

1. Mr. Chan Thienkanjanawong	Director
2. Mrs. Wankamon Thienkanjanawong	Director
3. Mr. Atit Chunhachatrachai	Director



Since the Company made an announcement to invite the shareholders to propose the names of qualified candidates for the positions of the directors in the 2023 Annual General Meeting of Shareholders via the Company's website and SET's channel from 15<sup>th</sup> November 2022 to 15<sup>th</sup> February 2023. However, no such proposals were made.

The details of each retired director and definition as well as qualifications of Independent Director are shown in Enclosure no. 8 and Enclosure no. 2 respectively.

Board's opinion: The Board of Directors conducted its review of screened process under the Company's nomination policy and ruled that the nominated directors are fully qualified as directors and had duly performed their duties well. In addition, the Board of Directors has considered and ensured that the 3 directors are completely qualified as directors, have knowledge, competence, experience which shall be beneficial to the Company's business operation. Accordingly, the Board of Directors excluding the directors who are proposed for re-election, agreed to propose the shareholders to re-elect the of the 3 retired directors are Mr. Chan Thienkanjanawong, who has been a Director of the Company since April 2014 until now for 9 years consecutive years, Mrs. Wankamon Thienkanjanawong, who has been a Director of the Company since April 2014 until now for 9 years consecutive years and Mr. Atit Chunhachatrachai, who has been a Director of the Company since April 2014 until now for consecutive 9 years consecutive years for another term.

Pursuant to the law, this matter requires an affirmative resolution passed by a majority of the total number of votes of the Shareholders who attend the meeting and cast their votes.

# Agenda 8 Approval the increase of the number of directors and the appointment of new directors

<u>Fact and reasons</u>: The Board of Directors agreed to propose to the 2023 Annual General Meeting of Shareholders to approve the increase of director of the Company from 7 to 10 persons for the benefit of the Company's operations and approve the appointment of new directors.

The Board of Directors' meeting has considered the appointment of the following persons as new directors of the Company:

- 1. Dr. Nattapol Praditphonlert
- 2. Dr. Thitipong Nandhabiwat
- 3. Ms. Thanida Chenvanich

<u>Board's opinion</u>: The Board of Directors conducted its review of screened process under the Company's nomination policy and ruled that the nominated directors are fully qualified as directors and had



duly performed their duties well. In addition, the Board of Directors has considered that all 3 directors are qualified as directors of the Company in accordance with the requirements of the Securities and Exchange Commission of Thailand and in accordance with the criteria set by the Company. Therefore, it was deemed appropriate to propose to the shareholders' meeting to appoint Dr. Nattapol Praditphonlert, Dr. Thitipong Nandhabiwat and Ms. Thanida Chenvanich as a new directors of the Company. The details of all 3 directors were sent to the shareholders along with the invitation to this meeting. (Enclosure No. 9)

Pursuant to the law, this matter requires an affirmative resolution passed by a majority of the total number of votes of the Shareholders who attend the meeting and cast their votes.

Agenda 9 Approval the amendment of Article 29 and Article 36 of the Articles of Association of the Company

<u>Fact and reasons</u>: This proposed amendment to the Articles of Association of the Company in order to comply with the Emergency Decree on Electronic Conferencing B.E. 27 June 2014 which canceled two main issues: 1. At least one-third of the participants of the quorum must be in the same meeting and 2. The participants must be in the Kingdom.

This is so that the participants can attend the meeting from anywhere in the country and abroad without having to be in the same meeting place, just having a connection via electronic media that can Meetings to discuss and express opinions among themselves in order to facilitate the company's operations, especially during the epidemic of the coronavirus disease 19 (COVID-19) like this.

In addition, it is proposed to authorize the Board of Directors to or the person assigned by the Board of Directors is authorized to amend the wording in the Articles of Association of the Company in the event that the Public Company Registrar and/or any government agency orders to amend certain wordings in such documents as well as take any action necessary or related to due to the amendment of Articles 29 and 36 of the Articles of Association of the Company as mentioned above in all respects. This includes but is not limited to the preparation, signing, delivery and/or submission of applications, including the preparation of relevant documents and contacting the Department of Business Development Ministry of Commerce government agency or any government organization or person for such purposes, etc.

The details of the proposed amendments to the Company's Articles of Association are as follows:



#### **Current Regulations**

Article 29. The Board of Directors of the Company must hold a meeting at least once every 3 (three) months at the locality where the Company's head office is located or as the Board of Directors deems appropriate.

The meeting of the Board of Directors of the company can be conducted by electronic conferencing and the announcement of the Ministry of Information and Communication Technology regarding security standards of electronic conferencing. 2 5 5 7 and the laws related to such meetings, regardless of any further amendments.

The Company shall pay remuneration to the directors in relation to the performance of duties such as salary, meeting allowance, allowance, bonus, transportation expenses and other expenses as necessary and appropriate according to the resolution of the shareholders' meeting.

Article 3 6 . In summoning a meeting of shareholders, the Board of Directors shall prepare a meeting notice specifying the place, date, time, agenda of the meeting and matters to be proposed to the meeting together with reasonable details and must clearly state that it is a matter to be proposed acknowledgment, for approval, consideration, as the case may be, including the opinion of the Board of Directors on the aforementioned matters and delivered to the shareholders and the registrar for acknowledgment not less than 7 (seven) days prior to the meeting date and published the meeting notice in a newspaper for 3 (three) consecutive days. The place to be used as a meeting place shall be in the locality where the company's head office is located or a place or nearby province as determined by the Board of Directors.

# **Proposed Amendments**

Article 29. The Board of Directors of the Company must hold a meeting at least once every 3 (three) months at the locality where the Company's head office is located or as the Board of Directors deems appropriate.

The Chairman may prescribe that the meeting be held via electronic media in accordance with the rules prescribed in the laws or notifications relating to such meeting, including any amendments thereto. The quorum and voting for a meeting via electronic means shall be in accordance with the Company's Articles of Association, whereby the rules or procedures of laws, announcements or regulations relating to electronic meetings shall be applied to the Company's Articles of Association.

Meetings via electronic media must have information security procedures by recording sound or both audio and video, as the case may be, of all directors present at the meeting throughout the meeting, including computer traffic data that occurs from such recording and there is a meeting control system in accordance with the announcements or criteria of relevant agencies or as required by law.

The Company shall pay remuneration to the directors in relation to the performance of duties such as salary, meeting allowance, allowance, bonus, transportation expenses and other expenses as necessary and appropriate according to the resolution of the shareholders' meeting

Article 36. In calling a meeting of shareholders The Board of Directors shall prepare a written notice of the meeting specifying the place, date, time, agenda of the meeting and the matters to be proposed to the meeting together with reasonable details and must clearly state that it is a matter to be proposed for acknowledgment, for approval, or for consideration, as the case may be, including the opinion of the Board of Directors on such matters and send it to the shareholders and the Registrar at least 7 (seven) days prior to the meeting date and advertise the meeting invitation in a newspaper for 3 (three) consecutive days, or advertise through electronic media or by other means as required by law. The place to be used as the meeting place shall be in the area where the company's head office is located, or a place or nearby province as the Board of Directors deems appropriate.

In this regard, the shareholders' meeting may be held via electronic means by conducting the meeting via electronic means and in accordance with the rules prescribed in the laws or notifications related to such meetings, including that there will be any amendments. This can be done through a meeting control system that has information security procedures in accordance with announcements or criteria of relevant agencies or as required by law.

In the case of attending shareholders' meetings and voting through electronic media Shareholders and proxies must comply with the rules and conditions set by the company and in accordance with relevant announcements, regulations and laws Including that there will be additional amendments.



<u>Board's opinion</u>: For flexibility and convenience in organizing the Board of Directors' meetings and to accommodate future changes in relevant laws or regulations. Therefore, it is deemed appropriate to propose an amendment to the Articles of Association of the Company in Chapter 4, the Board of Directors, by adding the matter of conferencing via electronic media and in order to comply with the Emergency Decree on Electronic Conferencing B.E. of the company in Chapter 5: Shareholders' Meeting.

Pursuant to the law, This matter must be approved by a majority vote of not less than three-fourths of the total number of votes of the shareholders who attend the meeting and vote.

# Agenda 10 To consider any other business (if any)

<u>Board's opinion</u>: There will be no further proposed agenda to the Meeting of Shareholders and no voting for resolution in this agenda in order to give the shareholders an opportunity to make enquiries to the Board of Directors (if any).

The shareholders of BIG Camera Corporation Public Company Limited are cordially invited to participate in the meeting via electronic media on the date, time and place stated above.

Because the situation of the coronavirus (Covid-19) has not been resolved, this is to prevent the spread that continues to exist. The company asks for cooperation from shareholders not to travel to the meeting place. Because the company has awareness and concern for the health of shareholders and taking into account the safety of those who attend the Annual General Meeting, the company will follow the announcement of the Ministry of Information and Communication Technology and establish measures in accordance with the Coronavirus Disease Control (Covid-19) recommendations for the meeting of the Department of Disease Control, Ministry of Public Health in all respects.

The company would like to inform the rules and procedures in electronic meetings via Inventech Connect for all shareholders to acknowledge in general as follows:

- If you wish to appoint a proxy to an independent director, the company would like to inform you
  that you can give a proxy to the Company's independent directors according to the details of the
  Company's independent directors nominated for the shareholders to be considered as proxies,
  (Enclosure no.7) to attend the meeting and vote on behalf of the shareholders.
- 2. If you wish to appoint another person to attend the meeting and vote on your behalf in this meeting. Please give a proxy to a person who has reached the age of majority by filling in the



details and signing in the Proxy Form A or Form B (Enclosure No. 4) or Form C, just one of the forms and submitted to the company before attending the meeting.

(Proxy Form C is used for appointing a custodian in Thailand to be a securities depository and custodian to attend and vote on behalf of foreign investors only. The proxy form C can be downloaded from the Company's website. <a href="https://investor.bigcamera.co.th/">https://investor.bigcamera.co.th/</a>)

In this regard, the shareholders can send the documents to grant proxy to the Company through the following channels:

- 1. Electronic mail ir@bigcamera.co.th between 13 23 April 2023 and
- 2. Submit the original proxy form along with a copy of the ID card to

The Office of Company Secretary

Big Camera Corporation Public Company Limited

115,115 / 1, Sawaddikarn1 Road, Nong Khaem, Bangkok 10160

3. To attend the meeting, shareholders or proxy may follow the instructions in Enclosure 10.

In this regard, the company provides opportunities for shareholders to submit questions relating to the meeting agenda in advance via Email: ir@bigcamera.co.th or send to Big Camera Corporation Public Company Limited 115,115 / 1, Sawaddikarn1 Road, Nong Khaem, Bangkok 10160, the company will raise such questions at the shareholders' meeting and record in the minutes of the meeting.

The Company determined the shareholders' names who have the right to attend the Meeting on 15<sup>th</sup> March 2023. (Record Date)

Yours sincerely,

(Mr. Chan Thienkanjanawong)

Chairman



#### Enclosure no.1

(FOR TRANSLATION PURPOSE ONLY, THAI LANGUAGE TEXT WILL BE FOR OFFICIAL USE) (FOR TRANSLATION PURPOSE ONLY, THAI LANGUAGE TEXT WILL BE FOR OFFICIAL USE)

# Minutes of the Annual General Meeting of Shareholders for the Year 2022

of

# Big Camera Corporation Public Company Limited

# Date, Time and Venue of the Meeting

The Annual General Meeting of Shareholders for the Year 2022 (the "Meeting was held on Tuesday 26<sup>th</sup>April 2022 at 14.00 PM., by broadcasting the signal via Inventech Connect from the meeting room on the 4<sup>th</sup> floor at Big Camera Corporation Public Company Limited No. 115,115/1, Sawaddikarn1 Road, Nong Khaem, Bangkok 10160

# **Directors in Attendance**

1. Mr. Chan	Thienkanjanawong	Chairman (Chairman of the Meeting)
2. Mrs. Wankamon	Thienkanjanawong	Director
3. Mr.Thanasit	Thienkanjanawong	Director
4. Mr. Atit	Chunhachatrachai	Director
5. Dr. Suwit	Thaniyavan	Independent Director and Chairman of Audit Committee
6. Prof.Dr.Poomthan	Rangkakulnuwat	Independent Director and Audit Committee
7. Mrs.Haruthai	Sukying	Independent Director and Audit Committee

The Company has 7 directors and there are 7 directors attending the meeting or equivalent to 100% of the Board.

# **Participating**

1.	Ms. Chutima	Klongprateepphol	Chief Financial Officer
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2. Ms. Piyaporn Sripornsawan Legal Advisor and Company Secretary

# Auditor from EY Office Limited

1. Mr. Preecha Arunnara

# Commencement of the Meeting at 14:00 pm.

Dr.Niwan Tueanjaiya (the "meeting moderator") notified the preliminary information of Big Camera Corporation Public Company Limited (the "Company") to the Meeting as follows:



Registered capital	352,877,880	Baht
Paid-up capital	352,877,880	Baht
Divided into	3,528,878,800	Shares
With the par value of	0.10	Baht

The meeting moderator additionally notified on the voting procedures and the counting of votes as follows:

- 1. Attendees who are entitled to attend the meeting must verify their identity in order to obtain a Username and Password in accordance with the methods specified by the Company, which have been provided with the meeting invitation letter. The attendees agree to comply with the attendance requirements with the form of meeting via electronic media and register by clicking on the button "Register". At this stage, it is assumed that the shareholders have already registered to attend the meeting and the number of shares of shareholders will be counted as a quorum.
- 2. The meeting will consider the matters in order of the agenda specified in the meeting invitation letter, by presenting information in each agenda and giving shareholders an opportunity to ask questions before voting and will notify the result of the vote to the meeting when the votes are counted in that agenda finish in order.
- Various votes in this meeting to comply with the regulations of the company that is, count 1 share as 1 vote. Any shareholder who has a special interest in any agenda will not have the right to vote on that agenda. For shareholders wishing to vote Must vote in the Inventech Connect system. Shareholders attending the meeting via mobile phone or tablet devices can enter the voting system by following the link provided in the Chat channel. Shareholders attending the meeting via computer devices can press the continue button on the right in the multimedia viewer function, then bring the Email and Password received from your approval email to sign-in or verify their identity through requesting a password OTP in voting system and press the register button, then select the agenda that you want to vote, the system will show all 4 voting buttons i.e.

1. Agree (green colour) 2. Disagree (red colour)

3. Abstain (orange colour) 4. Do not submit vote (blue colour).

\*If selecting "Do not submit vote" or "not submit any vote", the Company will put your votes into "Agree". Shareholder or proxy may change your vote until the agenda ends voting results submission.

4. All voting are done openly in which shareholders can vote for approval, disagree or abstain in each agenda. In counting the votes, it will count only shareholders who cast their votes do not agree and / or abstain to vote only and then will be subtracted from the total number of votes attending the meeting



and the rest will be considered as the votes to approve that agenda.

- 5. In the event that a Shareholder has been authorized by multiple accounts, select "User Icon" and click on the "Switch Account" button to access other accounts. Votes and quorum will not be removed from the meeting.
- 6. The counting of votes for each agenda is as follows: Agenda 1, Agenda 3, Agenda 4, Agenda 5 and Agenda 7 by majority votes of the shareholders who attend the meeting and cast their votes. Agenda 6 must be approved by a vote of not less than two-thirds of the total number of votes of the shareholders attending the meeting and have the right to vote.

However, in the event that there is no objection opinion or leave a comment otherwise shall be deemed that the meeting approves or unanimously approved.

In the case of voting in Agenda 7, to consider and approve the appointment of directors to replace those who retired by rotation.

- A shareholder who has made a proxy form B to allow others to attend the meeting or appoint a director
  as a proxy and require the proxies to vote according to the wishes of the shareholders or the proxies,
  the company will vote according to the wishes of the shareholders or the proxy.
- The Company will propose to consider electing individual directors, by asking all shareholders to vote for approval, disapproval or abstention for each director.
- 7. The shareholders have one minute to vote after the opening of voting for each agenda item and when the results of voting in each agenda are closed, the meeting moderator will announce the results of such agenda to the meeting for further acknowledgment.
- 8. The number of shareholders voting in each agenda may not be equal, due to the gradually entering the meeting room of shareholders and proxies as a result, the number of attendees in each agenda may not be the same.
- 9. Shareholders who made proxy forms for others to attend the meeting and is in the form of voting according to the wishes of the shareholders, the company brought the votes of agreeing, disapproving or abstaining from voting according to the wishes of the shareholders. It has already been included in the registration for voting on the agenda.

# Asking questions between the meeting

Before voting on each agenda, the company will appropriately allow the meeting attendees to raise questions or express opinions on issues related to that agenda. Inquiries can be made in two ways:

1. In the event that attendees wish to inquire through messages. Please select the "Asking Questions menu", then select the agenda that you want to ask questions and print your questions or comments and press send inquiry. The Company will answer questions in the meeting room on the agenda related to that question.



The company reserves the right to consider the selection of questions as appropriate.

2. In the event that attendees wish to inquire through video and audio (VDO Conference) in the Inventech Connect system, please select the agenda that you would like to ask questions, then press the button Book an appointment to inquire through images and sounds. Please open the camera and microphone on. When receiving a signal for ask questions, please provide your first and last name and status as a shareholder or proxy before asking questions every time.

In case a shareholder has questions or opinions other than the agenda being considered, please bring it to inquire or give opinions on the last agenda at the end of the meeting and please give opinions and inquiries in brief and refrain from duplicate asking or expressing opinions to allow other shareholders exercised their rights. Therefore, shareholders are kindly requested to cooperate in order to make the meeting go well and to administer the meeting in the allotted time.

In the event that there are questions related to that agenda has been sent into the system a lot, in order to maintain the duration of the meeting disturb shareholders to ask questions via messages for the staff to answer questions or bring your questions to answer at the end of the meeting or bring it to answer on the company's website

The company reserves the right to cut off the images and sounds of shareholders who ask questions or express impolite comments or defamation of others or violate any law including the violation of the rights of others or disturbing the meeting or causing trouble to other attendees.

In the meeting today, there were 2 shareholders presented in persons and 30 by proxies, totaling of 32 shareholders representing 2,492,179,286 shares or accounting for 70.6224 % of the Company's total issued shares. The quorum of the meeting was thus constituted, by the Company's Articles of Association, the specification on the quorum regarding the shareholders' meeting stated that the number of shareholders and proxy of shareholders (if any) to attend the meeting shall not be less than 25 people or not less than half of the total shareholders. And the total shares are to be not less than one-third of the total issued shares of the Company in order to complete the quorum.

For transparency and to comply properly in accordance with the laws and company regulations at this shareholders' meeting, the company invited representatives from auditors from EY Office Co., Ltd. and legal advisor attended this meeting as well.

Before entering the meeting, the meeting moderator introduced the board of directors and the advisors of the companies participating in this meeting.

The meeting moderator opened the Annual General Meeting of Shareholders for the year 2022 of Big Camera Corporation Public Company Limited to consider various matters according to the agendas, the details are as follows.

# Agenda 1 Adoption of the minutes of the 2021 Annual General Meeting of Shareholders

The meeting moderator proposed the meeting to adopt the Minutes of Annual General Meeting of



Shareholders for the year 2021, held on April 28<sup>th</sup>, 2021, which had been distributed together with the invitation letter for this meeting to all shareholders. If there was no one objecting or requesting to revise the minutes, then would like to request the resolution from the meeting.

This agenda required a majority of the total number of votes of the shareholders who attend the meeting and cast their votes.

RESOLVED The Minutes of the 2021 Annual General Meeting of Shareholders, held on April 28th, 2021 be and hereby adopted with the following votes;

Approved	2,492,610,286 votes	or	100 percent
Disapproved	0 votes	or	0 percent
Abstained	0 votes	or	0 percent
Invalid ballot	0 votes	or	0 percent

Remark There were 1 new shareholders attended during this agenda, totaling 431,000 shares. Total number of shareholders attended was 33, totaling 2,492,610,286 shares.

# Agenda 2 Acknowledgement of the Company's operation result of the year 2021

The company attaches great importance to the anti-corruption measures policy. The Audit Committee is able to freely express opinions and the Company also provides various channels for employees to report fraudulent information. The company also encourages independent directors to attend training courses to increase knowledge at all times and the company has set policies regarding anti-corruption as follows;

- 1) Directors, management, staff and employees of the company are prohibited Acts that are related to all forms of corruption. For direct or indirect benefits to oneself, family, friends, and acquaintances, whether they are the recipient, the giver or the person offering the bribe both in monetary or not in cash either to public or private agencies in which the company has run business or contact.
- 2) Public relations to create knowledge understanding with relevant parties of the company failure to comply will result in disciplinary action. Which will depend on the facts and the surrounding circumstances.
- 3) The company has no policy to reduce the position. Punish or negatively affect employees who refuse corruption even though that action will make the company lost any business opportunity.
- 4) Regularly review the compliance with the anti-corruption policy. Including reviewing the guidelines and operation requirements to be in line with business changes.

In 2021, the company has implemented the policies as well and will be developed even further in the future.



Mr. Thanasit Thienkanjanawong , the Director, clarify the company's operation result of the year ended 31st December 2021, as follows;

The overview of the Company last year, the company sales has been quite affected by the situation of the coronavirus 2019 (COVID-19) epidemic that has continuously occurred since the beginning of 2020, resulting in the Company's sales decrease by more than 20% steadily from 2020 from 2,500 billion baht, Year 2021, the company's sales amounted to 2,005 million baht with lower sales. As a result, the company suffered a loss for the first time.

In 2020, the company had a profit of 12 million baht. In 2021, with lower sales, the company had a loss of 104 million baht, mainly due to the impact on purchasing power and lower sales.

As for the business group of the Company in the past year The Company has added some businesses that are Distributors to strengthen the supply chain for the Company. The core business remains the same. Mainly, it is also a service for camera products and photography related equipment and the company has adjusted the number of branches to be appropriate to the current situation.

In terms of products, mobile services the company continues to work with partners under the brands AIS and Telewiz, with 7 branches still open.

In the print business the company still operates this business under its subsidiary "Image Solution Plus Co., Ltd." provides printmaking services and it is available through the "Wonder Photo Shop" sponsored by Fujifilm.

As for another subsidiary, the company has a new subsidiary that aims to import products, namely Piccasus Company Limited, operates as a distributor. Piccasus get the right to be an importer of products under the Olympus and DJI brands directly from abroad. The company believes that these will increase the efficiency of the operations of the Big Camera group even further.

In the past year, the company has restructured in terms of cost to calculate cost reductions in line with declining sales. The company has reduced the number of Big Camera branches more than 10 branches, most of which are branches with overlapping areas in upcountry areas. Therefore, the reduction of branches to be more compact. In other business, there are still the same number of services because the company has assessed that it is in the right amount. As a result, at present, the company still has a network of approximately 168 branches, which the company considers that it is sufficient and suitable for distribution to all over the country.

In addition, the outbreak of the corona virus 2019 (COVID-19), the company is also affected by the production company unable to continue producing products. Since the middle of 2021, the company has been affected by the shortage of products because chipset manufacturing companies can't produce enough to meet demand as a result, various electronic products that require chipset cannot be produced. The camera is one of the devices that need a chipset in production. This reason, if you look at the company's sales, it can be seen that at the end of the year 2021, the purchasing power of people has increased in volume and the company's



sales are increasing almost the same as in 2020, but with a shortage of products as a result, sales at the end of the year 2021 did not meet the company's expectations. If the company does not face the problem of shortage of such products, the company believes that the Company's sales in 2021 will definitely be more than 2020.

From reduced sales, the company has restructured accordingly. If looking at the sales in the first quarter of 2022 compared to the first quarter of 2021, it can be seen that although the company is affected by the shortage of products but the company's sales are still in a good direction. Therefore, the company believes that in the second quarter of 2022, the production of products should be less affected than the previous year. The company expects that this year the situation should return to normal.

In the category of products, in 2020, with the epidemic of the coronavirus disease 2019 (COVID-19) resulting in the tourism market disappearance and the company has gained customers in new markets is online market. It is growing more and more. Therefore, the company has been proactive in expanding the sales of products through online channels. Including various equipment related to Live steaming makes the company's sales grow continuously. Including 2021, these products are still in demand among online market customers. For example, Wireless Microphones that are currently priced much higher than before because it is the customer's requirement including subsidiaries that have more drone sales which drone products are more popular than before. Subsidiary import of DJI products thus helping to generate reasonable income for the Company.

From the situation in the past 2021, coupled with the epidemic of coronavirus 2019 (COVID-19) that still exists, in 2022 the situation is still quite difficult to assess. But the company would like to assure our shareholders that at present our market can still support the online market segment, Live streaming and in the travel market segment at present, the Thai and foreign governments have begun to open up the country resulting travelers will return to pay more attention to purchasing products. The situation began to return to normal. Therefore, the company believes that when the situation improves it will result in our sales increase as well.

**RESOLVED** This Agenda was the report of the operation result for acknowledgement. Therefore, there was no voting.

# Agenda 3 Approval on the Financial Statements for the year ended 31st December 2021 together with the Auditor Report

The moderator informed proceeded from agenda 2, the company has clarified the company's business operation in 2021. Then proposed the shareholders to consider and approve the Financial Statements for the year ended 31<sup>st</sup> December 2021 which has been certified by the auditor of EY Office Company Limited and approved by the audit committee. Therefore, propose to the general meeting of shareholders to approve.

This agenda required a majority of the total number of votes of the shareholders who attend the meeting and cast their votes.



# **RESOLVED**

Approved the Financial Statements for the year ended 31<sup>st</sup> December 2021 by the unanimous votes as follows;

Approved	2,492,610,286 votes	or 100	) percent
Disapproved	0 votes	or	0 percent
Abstained	0 votes	or	0 percent
Invalid ballot	0 votes	or	0 percent

Agenda 4 Approval the allocation of profits for the Company's operating results for the year ended December 31<sup>st</sup>, 2021 and omission of the dividend payment.

The meeting moderator informed the Company's Articles of Association, Chapter 6, Article 49, the company must allocate a portion of its annual net profit to a reserve not less than 5 (five) percent of the annual net profit less the accumulated loss brought forward (if any) until this reserve. The amount of not less than 10 (ten) percent of the registered capital and the dividend payment policy of the company is that the company has a policy to pay dividends to shareholders at the rate of not less than 50 percent of the net profit after deduction of reserves. All other things, unless it is necessary and justifiable reason that cannot be paid. In this regard, the payment of dividends shall Into consideration such as financial status, liquidity, business expansion and other factors involved in the management of the company. The above dividend payment must be approved by the Board of Directors and approval from the shareholders.

Therefore, due to the situation of the coronavirus disease (COVID-19) in the past year. It is a very uncertain situation and having a severe impact on the Thai economy which still not know when and how it will be ended. In addition, in the past year, the company suffered a loss. It is therefore necessary to balance the company's finances. That is to allocate sufficient reserves to serve as a buffer against the effects that occur or may occur. So that the company can operate its business stably. The company has not paid dividends so that the company can maintain a strong reserve fund until it is in normal conditions.

Since there was no shareholder having further inquiry, the meeting moderator then proposed the Meeting to cast their votes.

This agenda required a majority of the total number of votes of the shareholders who attend the meeting and cast their votes.

# **RESOLVED**

Approved the allocation of profits for the Company's operating results for the year ended December 31<sup>st</sup>, 2021 and omission of the dividend payment by the unanimous votes as follows;

Approved 2,49	,570,286 votes or	99.9983 percent
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Disapproved	40,000	votes	or	0.0016 percent
Abstained	0	votes	or	0 percent
Invalid ballot	0	votes	or	0 percent

Agenda 5 Approval on the appointment of the auditor for the Year 2022 and determination of the remuneration

The meeting moderator proposed to the meeting for the approval on the appointment of the auditor for the Year 2022 and determination of the remuneration. In order to ensure compliance with Section 120 of the Public Company Act B.E.2535 with regard to the appointment of auditor and determination of auditor remuneration by the Meeting of Shareholder every year.

The Audit Committee had selected the auditor of the Company and its subsidiary for the year 2022 by considered the freedom, qualification, experience, knowledge, continuity and efficiency including the appropriate audit fee then proposed to the Board of Directors to propose to the Meeting of Shareholders to appoint the EY Office Limited as the auditor of the Company and its subsidiary for the year 2022 as listed below;

1. Miss Krongkaew Limkittikul Certified Public Accountant Registration number 5874 and / or

2. Mr. Supachai Phanyawattano Certified Public Accountant Registration number 3930 and / or

3. Mr. Vatcharin Pasarapongun Certified Public Accountant Registration number 6660

Any of these auditors shall be appointed as the Company and its subsidiary's auditor and the auditor remuneration for the year 2022 shall be determined at the amount of 2,710,000 Baht, which is the same number as the previous year. (The auditor remuneration is exclusive of other fees (Non-audit fee) if any, which will be billed per actual i.e. traveling expenses).

Since there was no shareholder having further inquiry, the meeting moderator then proposed the meeting to cast their votes.

This agenda required a majority vote of shareholders attending and cast their votes.

# **RESOLVED**

Approved the appointment of either Miss Krongkaew Limkittikul, Certified Public Accountant No. 5874 or Mr. Supachai Phanyawattano, Certified Public Accountant No. 3930 or Mr. Vatcharin Pasarapongun, Certified Public Accountant No. 6660 from EY Office Limited to be the auditor of the Company and its subsidiary for the year 2022 and determined the audit fees of 2,710,000 Baht which exclude other non-audit fees. (if any, which will be billed per actual) In the event that such auditors are unable to perform their duties, EY Office Limited shall appoint another certified auditor in its office to audit and express an opinion on the financial statements of the company and its subsidiaries on behalf of the auditor such with unanimous votes as follows:



Approved	2,492,610,286 votes	or 100 percent
Disapproved	0 votes	or 0 percent
Abstained	0 votes	or 0 percent
Invalid ballot	0 votes	or 0 percent

# Agenda 6 To determine the director remuneration for the year 2022

The meeting moderator proposed the meeting for the approval of the director remuneration for the year 2022, which consists of Compensation, Meeting allowance, Bonus / gratuity, etc. In addition, there are no other benefits, by taking into account the benchmark rates of peers in the industry, and the Company's business expansion, the performance of the Company and its subsidiary, as well as scope and responsibility of each committee and agreed to propose the shareholders to approve the director remuneration at the aggregate amount of not more than 2,000,000 Baht, which is same amount of previous year. The meeting allowance remains the same as follow;

Chairman of the Board of Directors Meeting allowance /person /time 22,000 Baht
 Chairman of the Audit Committee Meeting allowance /person /time 22,000 Baht
 Director Meeting allowance /person /time 15,000 Baht
 Audit Committee Meeting allowance /person /time 15,000 Baht

This agenda required an affirmative vote of not less than two-thirds of the total number of shareholders attending the meeting and have the right to vote.

RESOLVED Approved the director remuneration for the year 2022 as proposed by the Board with the following votes;

Approved	2,492,610,286 votes	or 100 percent
Disapproved	0 votes	or 0 percent
Abstained	0 votes	or 0 percent
Invalid ballot	0 votes	or 0 percent

# Agenda 7 Approval on the election of the directors to replacement of the directors who retire by rotation

The meeting moderator reported to the meeting that as Chapter 4 Article 22 of the Articles of Association of the Company, at every annual general meeting of shareholders, one-third (1/3) of the total number of directors shall retire by rotation. If the number of vacated directors does not reach the exact one-third



7.1

Mr. Thanasit

(1/3), the number nearest to one-third (1/3) shall be subject to the above retirement. A retiring director may be eligible for re-election. This year three directors who are retired by rotation in this year are as follows;

1. Mr. Thanasit	Thienkanjanawong	Director
2. Dr. Suvit	Thaniyavarn	Independent Director / Audit Committee
3. Mrs. Haruthai	Sukvina	Independent Director / Audit Committee

Since the Company made an announcement to invite the shareholders to propose the names of qualified candidates for the positions of the directors in the 2022 Annual General Meeting of Shareholders via the Company's website and SET's channel from 15<sup>th</sup> November 2021 to 15<sup>th</sup> February 2022. However, no such proposals were made.

The Board of Directors conducted its review of screened process under the Company's nomination policy and ruled that the nominated directors are fully qualified as directors and had duly performed their duties well. In addition, the Board of Directors has considered and ensured that the 3 directors are completely qualified as directors, have knowledge, competence, experience which shall be beneficial to the Company's business operation. Accordingly, the Board of Directors excluding the directors who are proposed for reelection, agreed to propose the shareholders to re-elect the of the 3 retired directors are Mr. Thanasit Thienkanjanawong, who has been a Director of the Company since November 2018 until now for 3 years 5 months consecutive years, Dr. Suvit Thaniyavarn, who has been an independent director of the Company since June 2014 until now for 7 years 9 months and Prof. Mrs. Haruthai Sukying, who has been an independent director of the Company since June 2014 until now for consecutive 7 years 9 months for another term.

Since there was no shareholder having further inquiry, the meeting moderator then proposed the meeting to cast their votes.

This agenda required a majority vote of shareholders attending and cast their votes.

Thienkanjanawong

**RESOLVED** Approved the re-appointment of the directors who retire by rotation, to be the directors of the Company for another term with the following votes;

Director

Approved	2,121,058,286 votes	or	85.0938 percent
Disapproved	0 votes	or	0 percent
Abstained	371,552,000 votes	or	14.9061 percent
Invalid ballot	0 votes	or	0 percent



7.2 Dr. Suvit Thaniyavarn Independent Director / Audit Committee

Approved	2,492,609,886 v	votes	or	99.9999 percent
Disapproved	400 v	votes	or	0.0000 percent
Abstained	0 v	otes	or	0 percent
Invalid ballot	0 v	otes	or	0 percent

7.3 Mrs. Haruthai Sukying

Independent Director / Audit Committee

Approved	2,492,609,886 votes	or 99.9999 percent
Disapproved	400 votes	or 0.0000 percent
Abstained	0 votes	or 0 percent
Invalid ballot	0 votes	or 0 percent

# Agenda 8 Other

the meeting moderator asked any shareholder has questions.

There were no other matters for consideration and no shareholder having further inquiry. The Meeting moderator then declared the Annual General Meeting of shareholders for the year 2022 adjourned and thank you to all shareholders for attend the Meeting.

The Meeting was adjourned at 15.30 p.m.

After the Meeting adjourned, there were 33 shareholders and proxy representing 2,492,610,286 shares equivalent to 70.6346% of the total number of shares sold of the Company.

- Signature 
Mr. Chan Thienkanjanawong

Chairman of the meeting

- Signature -

Ms. Piyaporn Sripornsawan

Company Secretary / Minutes taker





#### Definition and qualification of Independent Director

The Company determines the qualifications of Independent Directors as per the criteria imposed by Securities Exchange Commission and Stock exchange of Thailand in accordance to the principal of Good Corporate Governance.

Remark: Independent Director is the Company's director who is independent and has entire qualification, does not manage the work of the Company, subsidiaries, affiliates. Being a director who is independent from the management and controlling shareholders and not have a business relationship with the Company in such a way that will be cause to limitations in expressing independent opinions. At present, all of the Company's independent directors have entire qualification as per the criteria imposed by Securities Exchange Commission and Stock exchange of Thailand as following:

- (A) Holding shares not over one percent of the total shares with voting right of the company, subsidiary, affiliation, major shareholder or authorized person of the Company, however, it includes shareholding by related persons of the independent director.
- (B) Not being or has been a director with management participation, employees, consultant with regular salary or authorized person of the company, subsidiaries, affiliates, major shareholder or of authorized person of the company, except relieved from aforesaid characteristic at not less than two years. However, the prohibited characteristics do not include that of civil service or consultant of government body holding major shareholding or authorized person of the company.
- (C) Not being person of whole blood or registration as stated in the law, in the manner of being father or mother, spouse, brotherhood and offspring including spouse of the offspring of the management, major shareholder, authorized person or person designated to be management or authorized person of the company or subsidiaries.
- (D) Not or have ever had a business relationship in a way that may hinder or is the limit of independence in performing duties as a director including the use of their independent judgment, neither being nor was shareholders with implications or the controlling person of those who have relationship with the company in a way that may hinder independent use of judgment including not being or having ever been a shareholder with significant implications or a controlling person of those having a business relationship with the company, subsidiaries, affiliates, major shareholder or authorized person of the company, except relieved from aforesaid characteristics at not less than two years.
- (E) Not being or has been auditor of the company, subsidiaries, affiliates, major shareholder or authorized person of the company and shall not be significant shareholder, authorized person or partner of auditing office with the auditor of the company, subsidiaries, affiliates, major shareholder or authorized person of the company in attachment, except relieved from such characteristic at not less than two years.



- (F) Not being or has been any professional provider which includes legal consulting or financial consulting with service fee over two million baht a year from the company, subsidiaries, affiliates, major shareholder or authorized person of the company, and not being a significant shareholder, authorized person or partner of the professional provider, except relieved from such characteristic at not less than two years.
- (G) Not being a director appointed to be agent of the director of the major shareholder or shareholder with relation with the major shareholder.
- (H) Not operating similar or significant competitive business to the business of the company or subsidiaries or not being significant partner in the partnership or directorship with management participation, employees, consultant with regular salary or holding shares over one percent of the total shares with voting right in other company, operating business similar or competing with business of the company or subsidiaries.
- (I) Be able to independently perform duties and express opinions or report on the performance of duties assigned by the Board of Directors which is not under the control of the major shareholder or a company controlling person and not having other characteristics that will hinder free independent opinion in relation with the operation of the applicant.

After the appointment to be independent director with the characteristics as stated in paragraph one (A) to (I), the independent director may be assigned from the committee to make decision on the business operation of the company, subsidiaries, affiliates, major shareholder or authorized person of the company under the method of collective decision.



Enclosure no.4

# Form of Proxy, Form A. (General Form)

Annexed to Notice of Department of Business Development Re: Form of Proxy (No. 5) B.E. 2550 (2007)

		Written at		
		Date	Month	Year
(1) I/We			nationality	
, residing/located at No		, Road, Sub-l	District ,	
District, Pro	ovince		, Postal Code	
(2) being a shareholder of Big Ca	mera Corporation Publi	c Company Lim	ited, holding	
shares in total which are entitled to cast			votes as follows:	
ordinary shares:	shares in total w	hich are entitled	d to cast	votes; and
preferred shares:	shares in total wl	hich are entitled	to cast	votes,
(3) I/We wish to appoint				
(1)	age	. years, residing	g/located at No	,
Road, Sub-District	, D	istrict		, Province,
Postal Code, or				
(2)	age	. years, residing	/located at No	,
Road, Sub-District	, D	istrict		, Province,
Postal Code, or				
(3)	age	years, residin	g/located at No	,
Road, Sub-District	, D	istrict		, Province,
Postal Code,				
any one of them as my/our proxy to attend	and vote on my/our be	half at the Annu	ual General Meetin	g of Shareholders 2023 to be
held on Wednesday $26^{\text{th}}$ April, 2023 at 14.0	00 hrs., In the form of	a meeting via e	electronic media (E	E-Meeting) by broadcasting a
video signal via Inventech Connect system	from the meeting room	m on the 1 <sup>th</sup> flo	or of Big Camera	Corporation Public Company
Limited. 115,115 / 1, Sawaddikarn1 Road, N	Nongkhaem, Bangkok	10160., Thailand	d or such other da	te, time and place as may be
adjourned.				
Any acts or performance caused	by the proxy at the ab-	ove meeting sha	all be deemed as	my/our acts and performance
in all respects.				
	-			
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	_			
	(			. )

<u>Remarks</u> A shareholder may grant a proxy to only one person. The number of shares held by a shareholder may not be divided into several portions and granted to more than one proxy in order to divide the votes.



# Form of Proxy, Form B.

(Form Specifying Various Particulars for Authorization Containing Clear and Concise Details)

Annexed to Notice of Department of Business Development Re: Form of Proxy (No. 5) B.E. 2550 (2007)

			Written at	
			Date Month	Year
(1) I/We.			nationality	/
, residing/located a	at No	, [	Road, Sub-District ,	
District	, Provi	nce	, Postal Co	ode
(2) being	g a shareholder of Big Came	era Corporation Public	Company Limited, holdi	ng
shares in total which	ch are entitled to cast		votes as f	follows:
ordin	ary shares:	shares in total whi	ch are entitled to cast	votes; and
prefe	rred shares:	shares in total whi	ch are entitled to cast	votes,
(3) I/We	wish to appoint			
(1)		age	years, residing/located a	at No,
	Road, Sub-District	, Dis	trict	, Province,
Postal Code	, or			
(2)		y	ears, residing/located a	t No,
	Road, Sub-District	, Dis	trict	, Province,
Postal Code	, or			
(3)		age	years, residing/located	at No,
	Road, Sub-District	, Dis	trict	, Province,
Postal Code	,			
any one of them a	s my/our proxy to attend ar	nd vote on my/our beh	alf at the Annual Genera	al Meeting of Shareholders 2023 to be
held on Wednesda	ay 26 <sup>th</sup> April, 2023 at 14.00	hrs., In the form of a	meeting via electronic	media (E-Meeting) by broadcasting
video signal via Ir	nventech Connect system fi	rom the meeting room	on the 1 <sup>th</sup> floor of Big	Camera Corporation Public Company
Limited. 115,115 /	1, Sawaddikarn1 Road, No	ngkhaem, Bangkok 10	)160, Thailand or such	other date, time and place as may be
adjourned.				
(4) I/\	We authorize my/our proxy t	o cast the votes on my	our behalf at the above	meeting in the following manners:
Agenda	No.1 Adoption of the	minutes of 2022 Ann	ual General Meeting of S	Shareholders
	(a) The proxy is entitled to	cast the votes on my/	our behalf at its own disc	cretion.
	(b) The proxy must cast the	ne votes in accordance	with the following instru	uctions:
	☐ Approve	Disapprove	Abstain	
Agenda	No.2 Acknowledgem	ent of the Company's	Operation result for the y	/ear 2022
	(a) The proxy is entitled to	cast the votes on my/	our behalf at its own disc	cretion.
	(b) The proxy must cast the	ne votes in accordance	with the following instru	uctions:
	☐ Approve	☐ Disapprove	☐ Abstain	



Agenda No.3		Approval the Financial Statements for the year ended 31 <sup>st</sup> December 2022 together with the Auditor				
		Report				
	(a) The p	proxy is entitled to cast th	ne votes on my/ou	r behalf at its own discretion.		
	(b) The p	proxy must cast the votes	s in accordance w	vith the following instructions:		
		Approve	Disapprove	Abstain		
Agenda	No.4	Approval the profit allocation for the Company's operating results for the year ended December 31,				
		2022 and dividend pay	yment.			
	(a) The p	proxy is entitled to cast th	ne votes on my/ou	r behalf at its own discretion.		
	(b) The p	proxy must cast the votes	s in accordance w	vith the following instructions:		
		☐ Approve ☐	Disapprove	☐ Abstain		
Agenda	No.5	Approval on the appoin	ntment of the aud	itor for the Year 2023 and determination of the remuneration		
	(a)The p	roxy is entitled to cast th	e votes on my/our	r behalf at its own discretion.		
	(b) The p	proxy must cast the votes	s in accordance w	vith the following instructions:		
		Approve	Disapprove	Abstain		
Agenda	No.6	To determine of the dir	rector remuneratio	on for the year 2023		
	(a) The p	proxy is entitled to cast the	ne votes on my/ou	r behalf at its own discretion.		
	(b) The p	proxy must cast the votes	s in accordance w	vith the following instructions:		
		Approve	Disapprove	☐ Abstain		
Agenda	No.7	Approval on the election	on of the directors	in replacement of the directors who retire by rotation		
	(a)The p	roxy is entitled to cast th	e votes on my/our	behalf at its own discretion.		
	(b) The p	proxy must cast the votes	s in accordance w	vith the following instructions:		
		Election of all directors	who retire by rota	ation		
		☐ Approve ☐	Disapprove	Abstain		
		Election of directors in	dividually			
		1. Mr. Chan Th	nienkanjanawong			
		☐ Approve ☐	Disapprove	☐ Abstain		
		2. Mrs. Wankamon	Thienkanjanawon	g		
		☐ Approve ☐	Disapprove	☐ Abstain		
		3. Mr. Atit Chunhac	hatrachai			
		☐ Approve ☐	Disapprove	☐ Abstain		
Agenda	No.8	Approval the increase	of the number of	directors and the appointment of new directors		
	(a) The p	proxy is entitled to cast th	ne votes on my/ou	r behalf at its own discretion.		
	(b) The p	proxy must cast the votes	s in accordance w	vith the following instructions:		
		Election of new director	ors			
		☐ Approve ☐	Disapprove	Abstain		



		Election of new dire	ectors individually		
	,	1. Dr. Nattapol Pr	aditphonlert		
		☐ Approve	☐ Disapprove	☐ Abstain	
	2	2. Dr. Thitipong N	andhabiwat		
		Approve	☐ Disapprove	Abstain	
	3	3. Ms. Thanida Ch	envanich		
		☐ Approve	☐ Disapprove	☐ Abstain	
Agenda	No.9	Approval the amen	dment of Article 29 a	and Article 36 of the Artic	cles of Association of the Company
	(a) The pro	oxy is entitled to cas	st the votes on my/ou	ur behalf at its own discr	etion.
	(b) The pro	oxy must cast the v	otes in accordance v	with the following instruc	tions:
		Approve	Disapprove	Abstain	
Agenda	No.10	To consider other b	ousiness (if any)		
	(a) The pro	oxy is entitled to cas	st the votes on my/ou	ur behalf at its own discr	etion.
	(b) The pro	oxy must cast the v	otes in accordance v	with the following instruc	tions:
		Approve	Disapprove	☐ Abstain	
(5) If the	votes which	h the proxy casts o	on any agenda confl	ict with my/our specified	d instruction in this proxy form those
votes are invalid ar	nd will be reç	garded as having n	ot been cast by me/	us in my/our capacity as	the shareholder.
(6) If my	our instructi/	on on voting is not	expressly or clearly	indicated on any agend	a, the meeting considers or resolves
on any matter othe	r than those	stated above, or th	ere is any change o	r addition to the relevant	t facts, then the proxy will be entitled
to cast the votes or	n my/our beh	nalf at his/her own c	liscretion.		
Any acts	or performa	ance caused by the	proxy at the above	meeting, except voting i	n contravention of my/our instruction,
shall be deemed a	s my/our act	s and performance	in all respects.		
			Signed		Grantor
			,		•
			· ·		•
			,		,
			_		
			,		,
			(		)
Remarks					

# Rema

- 1. A shareholder may grant a proxy to only one person. The number of shares held by a shareholder may not be divided into several portions and granted to more than one proxy in order to divide the votes.
- 2. As regards the agenda to appoint directors, the meeting may consider appointing the entire board or any director(s).
- In case there are more agendas to be discussed than those specified above, the grantor may make additional authorization in the Attachment to Proxy Form B.



# Attachment to Proxy Form B.

# A proxy is granted by a shareholder of Big Camera Corporation Public Company Limited

For the Annual General Meeting of Shareholders for the Year 2023 to be hold on Wednesday 26<sup>th</sup> April, 2023 at 14.00 hrs., In the form of a meeting via electronic media (E-Meeting) by broadcasting a video signal via Inventech Connect system from the meeting room on the 1<sup>th</sup> floor of Big Camera Corporation Public Company Limited. 115,115 / 1, Sawaddikam1 Road, Nongkhaem, Bangkok 10160., Thailand or such other date, time and place as may be adjourned.

□ Ag	genda no re:			
	$\square$ (a) The proxy is entitled	I to cast the votes on	my / our behalf at its own discretion.	
	$\square$ (b) The proxy must cast	the votes in accorda	nce with the following instructions:	
	☐ Approve	Disapprove	Abstain	
Ag	genda nore:			
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	$\square$ (b) The proxy must cast	the votes in accorda	nce with the following instructions:	
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	Director's Name		
		☐ Disapprove	
	Director's Name		
	☐ Approve	Disapprove	☐ Abstain
	Director's Name		
	☐ Approve	☐ Disapprove	☐ Abstain
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	(a) The proxy is entitled	d to cast the votes on	my / our behalf at its own discretion.
	☐ (b) The proxy must cas	t the votes in accorda	nce with the following instructions:
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	(a) The proxy is entitled	d to cast the votes on	my / our behalf at its own discretion.
	☐ (b) The proxy must cas	t the votes in accorda	nce with the following instructions:
	☐ Approve	Disapprove	☐ Abstain





# DOCUMENTS OR EVIDENCES REQUIRED FOR ATTENDING THE MEETING

With regards to the policies of the Stock Exchange of Thailand dated February 19, 1999, relating to good practices in holding of a shareholders' meeting with the aim of establishing guidelines for listed companies to follow. The objective is to create confidences to shareholders, investors and all relevant parties. In order for the shareholders' meeting of the Company to be transparent, fair and beneficial to shareholders, the Company considers it appropriate to inspect the documents or evidence showing an identity of the shareholder or a representative of the shareholder entitled to attend the meeting. This will also be applied in the future. However, since some shareholders may not be familiar with this, the Company reserves the right to waive any of these requirements for some of the shareholders on a case by case basis as the Company considers appropriate.

# 1. Documents required for submission by shareholders for registration for the shareholders' meeting

# 1.1 Individual person

#### 1.1.1 Thai nationality

- (a) identification card of the shareholder (personal I.D. or identification card of government officer or identification card of state enterprise official or driving license), provided that the shareholder has changed the name or family name, the evidence of the name change must also be presented; or
- (b) in case of proxy, a copy of identification card of the shareholder and identification card or passport (in case of a foreigner) of the proxy.

# 1.1.2 Non-Thai nationality

- (a) passport of the shareholder; or
- (b) in case of proxy, a copy of passport of the shareholder and identification card or passport (in case of a foreigner) of the proxy. The proxy shall <u>not be over six-month</u>, count till meeting date.

# 1.2 Juristic person

# 1.2.1 Juristic person registered in Thailand

- (a) Corporate affidavit, issued within 30 days by the Ministry of Commerce; and
- (b) Identification card or passport (in case of a foreigner) of the authorized director(s) who sign(s) the proxy form including identification card or passport (in case of a foreigner) of the proxy.

# 1.2.2 Juristic person registered outside of Thailand

(a) Corporate affidavit; and



(b) Identification card or passport (in case of a foreigner) of the authorized director(s) who sign(s) the proxy form including identification card or passport (in case of a foreigner) of the proxy. The proxy shall <u>not be over six-month</u>, count till meeting date.

A copy of the documents must be certified true copy. In case of any documents or evidence produced or executed outside of Thailand, such documents or evidence should be notarized by a notary public which shall not be over six-month, as of meeting date. For original documents prepared in any language, other than the English language, an English translation is needed and must be submitted together with other required documents, provided that the juristic person's shareholder or authorized representative must also certify that translation as a true and correct one.

#### 2. Proxy

The Company has delivered a proxy form, type A, B and C, as prescribed by the Department of Business Development, Ministry of Commerce, to the shareholders together with the notice for convening the Annual General Meeting of Shareholders for the Year 2023. If any shareholder does not wish to attend the AGM 2023 in person, he or she may grant proxy to any person to attend and vote on his or her behalf at the AGM 2023. The proxy instrument must show the proxy holder's name and other required information.

Alternatively, if the shareholder is unable to attend the AGM 2023, he or she may appoint any of the Company's independent directors, as detailed in the attached proxy form, as his or her proxy to attend and vote on his or her behalf at the AGM 2023. The shareholder must send the completed proxy form showing all the required information, together with a certified copy of the proxy holder's I.D. card, to the Company at 115, 115/1 Sawadikarn 1, Kweang Nongkham, Khet Nongkham, Bangkok 10160 by April 23<sup>rd</sup>, 2023. The Company reserves its right to accept only the completed proxy forms which are received before the time at which the AGM 2023 begins.

In granting proxy, the shareholder must affix duty stamps of Baht 20 to the completed proxy form and write down the date of submission on the duty stamps so that the proxy instrument will be valid and binding according to law.





# Articles of Association concerning the Shareholders' Meeting and Voting Procedures

# 1. Convening of Meeting

# Chapter 5 Clause 35

The Board of Directors shall summon a shareholder meeting as an annual general meeting of shareholders within four (4) months as from the last day of the fiscal year of the Company.

The shareholder meetings other than the said meeting shall be called extraordinary general meetings. The Board of Directors may summon an extraordinary general meeting of shareholders any time as it deems appropriate. The shareholders holding shares amounting to not less than one-fifty (1/5) of the total number of shares sold or not less than twenty-five (25) shareholders holding shares amounting to not less than one-tenth (1/10) of the total number of shares sold may subscribe their names in a written request directing the Board of Directors to summon an extraordinary general meeting at any time but the reasons for summoning such meeting must be clearly stated in such a request. In the event, the Board of Directors must summon a shareholder meeting within one (1) month as from the date of receipt of the request from the shareholders

# Chapter 5 Clause 36

In summoning a shareholder meeting, the Board of Directors shall prepare a written notice summoning with reasonable details by indicating clearly whether such matters are proposed for information, for approval or for consideration as the case may be including opinions of the Board of Directors with respect to the said matters and the said notice shall be serve on the shareholders for their information not less than seven (7) days prior to the date of the meeting and shall also be published in a newspaper for three (3) consecutive days and not less than three (3) days prior to the date of the meeting.

A place of the meeting under paragraph one shall be in the locality in which the head or branch office of the Company is located or any other places as the Board of Directors may designate.

# 2. Meeting Procedures

# Chapter 5 Clause 38

The Chairman of the Board of Directors shall be the Chairman of the Meeting shall be the Chairman of the Meeting. In case where the Chairman is not present at a meeting or cannot perform his or her duties, if there is a Vice-Chairman, the Vice-Chairman shall be the Chairman. If there is no such Vice-Chairman or if there is but such Vice-Chairman cannot perform his or her duties, the shareholders present at the meeting shall elect one shareholder to be the Chairman of the meeting.

# Chapter 5 Clause 37 Paragraph 2

The Chairman of a shareholder meeting shall have the duty to conduct the meeting in compliance with the Articles of Association of the Company relating to the meetings. In this regard, the meeting shall be conducted



in accordance with the sequence of the agenda specified in the notice summoning the meeting unless a resolution allowing a change in the sequence of the agenda is passed by the meeting with the votes of not less than two-thirds (2/3) of the number of shareholders present at the meeting.

#### 3. Quorum

# Chapter 5 Clause 37

At a shareholders meeting, there must be not less than twenty-five (25) shareholders and proxies (if any) present or not less than one half (1/2) of the total number of shareholders holding shares amounting to not less than one-third (1/3) of the total number of shares sold in order to from a quorum unless otherwise provided by law in any specific case. At any shareholders meeting, when one (1) hour has passed since the time specified for the meeting, the number of shareholders present at the meeting remains inadequate to from a quorum as specified in Article 36 and if such shareholders meeting was called at the request of the shareholders, such meeting shall be cancelled. If such meeting was not called at the request of the shareholders, the meeting shall be summoned once again and the notice summoning such meeting shall be served on the shareholders not less than seven (7) days prior to the date of the meeting, a quorum is in the subsequent meeting, quorum is not required.

# 4. Voting Procedures

# Chapter 5 Clause 39

In casting a vote in any method, one share is equal to one vote. A resolution of the Meeting shall consist of the following votes.

- 1. In an ordinary event, the majority vote of the shareholders present at the meeting and entitled to vote is required. If there is a tie vote, the Chairman of the meeting shall have a casting vote.
- 2. In the following events, a vote of not less than three-fourths (3/4) the total number of votes of the shareholders present at the meeting and entitled to vote is required.
  - a. the sale or transfer of the whole or material parts of the business of the Company to other persons;
  - b. the purchase or acceptance of transfer of the business of other companies or private companies by the Company;
  - c. the conclusion, amendment or termination of contracts with respect to the lease of the whole or material parts of the business of the Company, the assignment of the management of the Company to other persons or the amalgamation of the business with other persons with the purpose of profit and loss sharing;



#### Enclosure no.7

Profiles of Independent Directors who is proposed to be as a proxy of shareholders in case of proxy granting

1. Dr. Suvit Thaniyavarn

Position Independent Director and

Chairman of the Audit Committee

No. of years in position 8 years 9 months in the position of independent director

since 10 June 2014

**Nationality** Thai

Age 69 years old

Address 3689 Soi YothinPattana 11, Yeak 7, Kweang Klongjan,

Khet Bangkapi, Bkk. 10240

Shareholding Proportion (%) none

Family Relationship none

Having interest in agenda proposed in AGM 2023 none

# **Education Background**

Period

- Doctor of Philosophy degree in Economics, University of Illinois at Urbana-Champaign, USA.

- Master of Science degree in Economics, University of Illinois at Urbana-Champaign, USA.

- Bachelor of Economics / Finance, Thammasat University

# Position in other listed companies

2018-Present Independent Director and Chairman S.Kijchai Enterprise PLC.

2020-Present Independent Director and Chairman SUN VENDING TECHNOLOGY PLC.

# Work experience for the past 5 years

Position

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2020-Present	Independent Director and Chairman	SUN VENDING TECHNOLOGY PLC.
2018-Present	Independent Director and Chairman	S.Kijchai Enterprise PLC.
2014-Present	Independent Director and Chairman of	Big Camera Corporation PLC.
	the Audit Committee	
Present	Director	EO Lifemed Co. Ltd
Present	Director	EO Solution Co.,Ltd.
Present	Director	Toyotron Assembly Co.,Ltd.
Present	Director	Toyotron Motor Co.,Ltd.

Other position in other company doing business of a similar nature competing with the Company that may

cause conflict of interest:

Meeting Attendance in 2022 4/4 of Board of Directors Meeting

4/4 of Audit Committee Meeting

Company



#### 2. Prof. Dr. Poomthan Rangkakulnuwat

Position Independent Director and the Audit Committee

No. of years in position 8 years 9 months in the position of independent director

since 10 June 2014

**Nationality** Thai

Age 49 years old

Address 13/25 Soi. Chaengwattana 14, Thung Song Hong, Lak Si,

BKK, 10210.

Shareholding Proportion (%) none

Family Relationship none

Having interest in agenda proposed in AGM 2023 none

**Education Background** Doctor of Philosophy degree in Economics, Washington

State University, USA.

Master of Statistics, Washington State University, USA.

Master of Economics , Thammasat University

Bachelor of Economics, Thammasat University

Position in other listed companies none

Work experience for the past 5 years

Period	Position	Company
2014-Present	Independent Director and Audit Committee	Big Camera Corporation PLC.
2020-Present	Dean of the Faculty of Economics	University of the Thai Chamber of
		Commerce
2009-2017	Director – Master of Economics	University of the Thai Chamber of
		Commerce

Other position in other company doing business of a similar nature competing with the Company that may

cause conflict of interest : none

Meeting Attendance in 2022 4/4 of Board of Directors Meeting

4/4 of Audit Committee Meeting



#### Enclosure no.8

#### Details of Directors who retire by rotation

# 1. Mr. Chan Thienkanjanawong

Type of appointment Director

No. of years in position 9 years in the position of Director

since 24 April 2014

**Nationality** Thai

Age 67 years old

Shareholding Proportion (%) 31.61

Family Relationship - Spouse to Mrs. Wankamon Thienkanjanawong

- Father to Mr. Thanansit and

Ms. Parisara Thienkanjanawong

Having interest in agenda proposed in AGM 2023 none

Education Background -

Position in other listed companies none

Work experience for the past 5 years

Period	Position	Company
2014-Present	Chairman and Chief Executive Officer	Big Camera Corporation PLC.
2018-Present	Director	Lanna Estate Co.,Ltd.
2017-Present	Director	Thienkarnjanawong Co.,Ltd.
2014-Present	Director and Deputy Chief Executive Officer	CW Development Co.,Ltd.

Other position in other company doing business none

of a similar nature competing with the Company

that may cause conflict of interest

Meeting Attendance in 2022 4/4 of Board of Directors Meeting



#### 2. Mrs. Wankamon Thienkanjanawong

Position Director

No. of years in position 9 years in the position of director since 24 April 2014

**Nationality** Thai

Age 64 years old

Shareholding Proportion (%) 9.11

Family Relationship - Spouse to Mr. Chan Thienkanjanawong

- Mother to Mr. Thanansit and

Ms. Parisara Thienkanjanawong

Having interest in agenda proposed in AGM 2023 none

**Education Background** Vocational Certificate, Bangkok Business College

Position in other listed companies none

Work experience for the past 5 years

Period Position Company

2014-Present Director and Deputy Chief Executive Officer Big Camera Corporation PLC.

2020-Present Director Piccasus Co.,Ltd.

2019-Present Director CW Development Co.,Ltd.

2018-Present Director Lanna Estate Co.,Ltd.

2017-Present Director Thienkarnjanawong Co.,Ltd.

Other position in other company doing business none

of a similar nature competing with the Company

that may cause conflict of interest:

Meeting Attendance in 2022 4/4 of Board of Directors Meeting



#### 3. Mr. Atit Chunhachatrachai

Position Director

No. of years in position 9 years in the position of director

since 24 April 2014

**Nationality** Thai

Age 41 years old

Shareholding Proportion (%) none

Family Relationship none

Having interest in agenda proposed in AGM 2023 none

**Education Background** Master of Business Administration, Assumption

University/University of Canberra Australia.

Bachelor of Economic Sciences, Washington State

University, U.S.A.

Bachelor of Law, Sukhothai Thammathirat Open University

Position in other listed companies none

Work experience for the past 5 years

Period Position Company

2014-Present Director Big Camera Corporation PLC.

2019-2020 Advisor to the Minister of Energy Ministry of Energy

Other position in other company doing business none

of a similar nature competing with the Company

that may cause conflict of interest

Meeting Attendance in 2022 4/4 of Board of Directors Meeting



Enclosure no.9

#### Details of new directors

#### 1. Dr. Nattapol Praditphonlert

Type of appointment Director

**Nationality** Thai

Age 51 years old

Shareholding Proportion (%) none

Family Relationship none

#### Having interest in agenda proposed in AGM 2023 none

#### **Education Background**

- Doctor of Science in International Service Business Management. (Northeastern University)
- Master of Business Administration in International Business. (NIDA Business School)
- Bachelor of Business Administration (Marketing). (University of the Thai Chamber of Commerce)

#### Director role training

- Role of the Chairman Program (52/2022), Thai Institute of Directors (IOD)
- Directors Certification Program (DCP) 312/2021 Thai Institute of Directors (IOD)
- Director of Accreditation Program (DAP), No.25/2004 Thai Institute of Directors (IOD)
- Corporate Governance for Directors and Senior Executives of Regulators, State Enterprises and Public

Organizations #24 - King Prajadhipok's Institute

- Advance Certificate Course for Council Members # 1
- Ministry of Higher Education, Science, Research, and Innovation.

#### Position in other listed companies none

#### Work experience for the past 5 years

- Specialist of Entrepreneurship Development, Thai Digital Technology Association.
- Project Director, Innovation Center King Mongkut's Institute of Technology Ladkrabang Together with Small and Medium Enterprise Development Bank of Thailand.
- Chairman of the Business Research Center and Develop Entrepreneurial Potential of Thai SME Confederation.

Other position in other company doing business none of a similar nature competing with the Company that may cause conflict of interest



#### 2. Dr. Thitipong Nandhabiwat

Type of appointment Director

**Nationality** Thai

Age 47 years old

Shareholding Proportion (%) none

Family Relationship none

#### Having interest in agenda proposed in AGM 2023 none

#### **Education Background**

- Doctor of Information Technology, Murdoch University, Perth, Australia.
- Master of Science Information Science, University of Pittsburgh, Pittsburgh, PA, USA.
- Bachelor of Science Computer Science, University of Waikato, New Zealand

#### Director role training

#### Thai Institute of Directors, IOD

• DCP Class. 205 • BMT Class. 1 • BMD English Program Class. 2

SBM English Program Class. 1
 SFE Class. 22
 AACP Class. 24
 RCL Class. 4
 ITG Class. 3
 FSD Class. 33

• RCP Class. 42 • BFI Class. 4 • ELP Class. 13

#### King Prajadhipok's Institute, Thailand

- Politics and Governance in Democratic Systems for Executives, Class 21, College of Politics and Governance
- Public Director Certification Program, Class 13, Public Director Institute (PDI)
- Political Leadership in the New Era, Class 4, College of Politics and Governance

# Position in other listed companies none

#### Work experience for the past 5 years

Jan. 2023 to Present - Chief Executive Officer of TeleHealth Care Company Limited (A Subsidiary of

Thonburi Healthcare Group)

Oct. 2022 to Present - Chief Executive Officer of Medical Intelligence Company Limited (A Subsidiary of

Thonburi Healthcare Group)

Jul. 2022 to Present - Strategic and Innovation Sub-Committee of Personal Data Protection Commission,

Thailand

Jul. 2022 to Present - IT Advisor to the Board of Directors of Grande Asset Hotels and Property Public

Company Limited



Apr. 2019 to Present - Chartered Director of Thai Institute of Directors (IOD)

Oct. 2021 to Present - Information and Communication Technology Sub-Committee of Social

Security Office - SSO

Nov. 2020 to Present - Digital Technology Sub-Committee of Neighbouring Countries Economic

Development Cooperation Agency (Public Organization) - NEDA

Apr. 2022 to Present - Chapter President, Digital Transformation and Leadership of Thai Chief Information

Officer Association (TCIOA)

Other position in other company doing business none of a similar nature competing with the Company that may cause conflict of interest



#### 3. Ms. Thanida Chenvanich

Type of appointment Director

**Nationality** Thai

Age 39 years old

Shareholding Proportion (%) none

Family Relationship none

Having interest in agenda proposed none

in AGM 2023

#### **Education Background**

- SASIN Graduate Institute of Business Administration of Chulalongkorn University BANGKOK, THAILAND MBA Concentration: Marketing and Strategic Management

- Northwestern University, Kellogg School of Management (Exchange Program) CHICAGO, IL

Concentration: Marketing

- OREGON STATE UNIVERSITY CORVALLIS, OR

Bachelor of Science in Business Administration (Finance and International Business)

- CITY UNIVERSITY (EXCHANGE PROGRAM) HONG KONG

Director role training none

Position in other listed companies none

Work experience for the past 5 years

Period Position Company

2017-Present DIRECTOR – Hedging & Derivatives THAI ROONG RUANG SUGAR GROUP CO., LTD.

Other position in other company doing business none

of a similar nature competing with the Company

that may cause conflict of interest



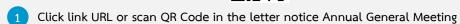
Enclosure no.10

## 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 <a href="https://pro.inventech.co.th/BIG132517R/#/homepage">https://pro.inventech.co.th/BIG132517R/#/homepage</a> or scan QR Code and follow the steps as shown in the picture





\*\* Merge user accounts, please using the same email and phone number \*\*

- Choose type request for request form to 4 step
  - Step 1 Fill in the information shown on the registration page
  - Step 2 Fill in the information for verify
  - Step 3 Verify via OTP
  - Step 4 Successful transaction, The system will display information again to verify the exactitude of the information
  - 3 Please wait for an email information detail of meeting and 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 18 April 2023 at 8:30 a.m. and shall be closed on 26 April 2023 Until the end of the meeting.
- 3. The electronic conference system will be available on 26 April 2023 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, The Shareholders can submit a request to attend the meeting by Electronic Means of the specified procedures or send the proxy form together with the required documents to the Company by mail to the following address. The proxy form and required documents shall be delivered to the Company by 23 April 2023 at 5.00 p.m.

The Office of Company Secretary

Big Camera Corporation Public Company Limited

115,115 / 1, Sawaddikarn1 Road, Nong Khaem, Bangkok 10160

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



02-809-9956 # 1204



@inventechconnect



The system available during 18 – 26 April 2023 at 08.30 a.m. – 05.30 p.m. (Specifically excludes holidays and public holidays)



Report a problem

@inventechconnect



## Installation Guide for Webex Meetings

For Shareholders use via PC/Laptop is not install application, for use via Mobile are install steps as follows.

# For IOS Operating System

- 1 Go to Application App Store 🙏
  - 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

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

- 1 Click registration link URL for join meeting from email approve
- 2 Get Username and password or request OTP to login
- 3 Click "Register" button the system has already registered and counted
- 4 Then click "Join Attendance" button
- 5 Click "Watch Meeting" button



- 6 Click "Open Webex" button
- 7 <u>Use Cases PC/Laptop</u>: Please fill in the details to register to watch the live broadcast via the Webex Meetings Application as follows
  - 7.1 Fill in the Name and Email Address to match the information you submitted the request form.
  - 7.2 Click on "Next" button
- 8 Click on "Join" button to get in to meeting.
- Use Cases Mobile/iPad: Please fill in the details to register to watch the live broadcast via the Webex Meetings Application as follows
  - 6.1 Fill in the Name and Email Address to match the information you submitted the request form.
  - 6.2 Click on "OK" button
- 7 Click on "Allow" for accept access for application
- 8 Click on "Join" button to get in to meeting.





## Step voting process (e-Voting)

# Use Cases PC/Laptop

- 1 Click "Continue" button on menu
- 2 Get email and password that you received from your email or request OTP
- Click on "Login" button
- 4 Then click on "Join Attendance" button
- 5 Select which agenda that you want to vote
- 6 Click on "Vote" button
- Click the voting button as you choose
- 8 The system will display status your latest vote



# Use Cases Mobile/iPad

- 1 Click on "Participants" or symbol
  - Click on menu "Chat" and choose message from Inventech Connect (Android) or click on "Chat" or

Symbol (iOS)

- 3 Click link in the chat message.
- 4 Click on "Continue" button
- 5 Get email and password that you received from your email or request OTP
- 6 Click on "Login" button
- 7 Then click on "Join Attendance" button
- 8 Select which agenda that you want
- 9 Click on "Vote" button
- 10 Click the voting button as you choose
- 11 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.



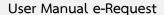
# Step to ask questions via Inventech Connect



- Select which agenda
- > Click on "Question" button
- 1 Ask a question
  - Type the question then click "Send"
- 2 Ask the question via video
  - Click on "Conference"
  - > Click on "OK" for confirm your queue
  - Please wait for the queue for you then your can open
  - microphone and camera

## Installation Guide for Webex Meetings and How to use Inventech Connect







User Manual e-Vote

- \* 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 Chrome (Recommend) / Safari / Microsoft Edge

You can check the supported device versions at https://help.webex.com/en-us/article/nki3xrg/Webex-

Meetings-Suite-System-Requirements or scan the QR Code



<sup>\*\*</sup> The system does not supported internet explorer.



# **Guidelines for attending of Electronic Meeting**

