



Invitation to the 2025 Annual General Meeting of Shareholders
Stella X Public Company Limited

Monday, April 28th, 2025 at 10.00 hrs.
via electronic means (e-Meeting)



No. Stella-CS 023/2025

4 April 2025

Re: Invitation to the 2025 Annual General Meeting of Shareholders

Attention: Shareholders of
Stella X Public Company Limited

- Enclosures:
1. A copy of the minutes of the Extraordinary General Meeting of Shareholders No. 2/2024
 2. The Company's 2024 annual report, 56-1 form One Report
 3. A copy of the 2024 consolidated and separate financial statements of the Company, for the fiscal year ended December 31, 2024
 4. Background of directors who are due to retire by rotation nominated for re-election for another term of office
 5. Information of directors' remuneration
 6. Company's Objectives (amended)
 7. Articles of Association of the Company relating to the shareholders' meeting
 8. Guidelines for Registration of the Shareholders' Meeting via Electronic Means (e-Meeting), Appointment of Proxy and Voting Casting of the Shareholders' Meeting via Electronic Means (e-Voting)
 9. Information of the independent directors for proxy appointment
 10. Proxy Form A, Form B, and Form C
 11. Guidelines for attending the shareholders' meeting via electronic means - Inventech Connct

The Board of Directors' meeting No. 2/2025 of Stella X Public Company Limited (the "Company") held on February 26, 2025 passed the resolution to approve the convening of the 2025 Annual General Meeting of Shareholders to be held on April, Monday 28, 2025 at 10:00 a.m. via electronic meeting (e-meeting) pursuant to the Public Limited Companies Act B.E. 2535 (as amended) (the "PLC Act"), the Emergency Decree on Electronic Meetings B.E. 2563 and other applicable regulations with the following agenda items:

Agenda Item 1 To consider and certify the Minutes of the Extraordinary General Meeting of Shareholders No. 2/2024

Fact and reason

The Company has convened the Extraordinary General Meeting of Shareholders No. 2/2024 on December 17, 2024 (the "EGM") and prepared the minutes of the EGM, and submitted the minutes to the Stock Exchange of Thailand within 14 days from the date of the shareholders' meeting and also disseminated such minutes in the Company's website at www.stella-x.co.th



as set out in the copy of the minutes of the Extraordinary General Meeting of Shareholders No. 2/2024 (Enclosure 1).

Opinion of the Board of Directors

The Board of Directors is of the opinion that the minutes of the EGM prepared by the Company has been accurately recorded. Therefore, it is deemed appropriate to propose to the shareholders' meeting to approve the certification of such minutes.

Voting

The resolution for this agenda item requires a majority vote of the shareholders attending the meeting and casting their votes, excluding abstentions from the calculation base.

Agenda Item 2 To consider and acknowledge the report on the results of the Company's business operation for the year 2024

Fact and reason

The Company has prepared the report on the results of the Company's business operation and the material change occurred in 2024 as set out in the 2024 annual report, 56-1 form One Report (Enclosure 2).

Opinion of the Board of Directors

The Board of Directors is of the opinion to propose to the shareholders' meeting to acknowledge the report on the results of the Company's business operation for the year 2024.

Voting

The resolution for this agenda item does not require a vote since it is for acknowledgement.

Agenda Item 3 To consider and approve the 2024 consolidated and separate financial statements of the Company for the fiscal year ended December 31, 2024

Fact and reason

To align with Section 112 of the PLC Act and Section 53 of the Company's Articles of Association prescribe that the Board of Directors to prepare the balance sheet and profit and loss statements as of the end of the Company's fiscal year as audited by the auditor and to propose to the shareholders' meeting to consider and approve such statements, the Company has prepared the 2024 consolidated and separate financial statements of the Company for the fiscal year ended December 31, 2024, as audited by the certified public accountant and reviewed by the Audit Committee as set out in **Enclosure 3**.

Opinion of the Board of Directors

The Board of Directors is of the opinion to propose to the shareholders' meeting to consider and approve the 2024 consolidated and separate financial statements of the Company for the fiscal year ended December 31, 2024, as audited by the certified public accountant and reviewed by the Audit Committee with details as proposed.

Voting

The resolution for this agenda item requires a majority vote of the shareholders attending the meeting and casting their votes, excluding abstentions from the calculation base.

Agenda Item 4 To consider and approve the suspension of dividend payment for the results of the 2024 Company's business operation

Fact and reason

The Company's dividend payment policy specifies that the rate of the dividend payment shall be not less than 40 percent of net profit after corporate income tax deduction and a statutory reserve fund. However, the dividend payment is subject to changes depending on operational plans, investments, liquidity and various future necessities of the Company by empowering the Board of Directors to consider appropriateness for the maximum benefit to the shareholders.

In addition, Section 116 of the PLC Act prescribes that the Company shall allocate a portion of the annual net profit as a reserve fund of not less than 5 percent of the annual net profit deducted by the amount of accumulated loss (if any) until the reserve fund reaches at least 10 percent of the registered capital, and Section 115 of the PLC Act prescribes that the dividend shall not be paid other than out of profits. In the case where the Company has the accumulated loss, no dividends shall be paid.

However, according to the results of the Company's performance for the year 2024, the Company has a loss in the amount of THB 2,052 million, and the accumulated loss in the amount of THB 6,510 million. Therefore, the Company is required to suspend the allocation of the profits to the statutory reserve fund and suspend the dividend payment for the results of the Company's business operation for the year 2024.

Opinion of the Board of Directors

The Board of Directors is of the opinion to propose to the shareholders' meeting to consider and approve the suspension of dividend payment for the result of the Company's business operation for the year 2024 with details as proposed.

Voting

The resolution for this agenda item requires a majority vote of the shareholders attending the meeting and casting their votes, excluding abstentions from the calculation base.

Agenda Item 5 To consider and approve the re-election of directors who are due to retire by rotation

Fact and reason

Section 71 of the PLC Act and Section 18 of the Company's Articles of Association prescribe that at least one-third (1/3) of the total number of directors must retire by rotation at every annual general meeting of shareholders, and if the number of directors cannot be divided into three parts, the number closest to one-third (1/3) must retire. The directors who must retire from the office in the first and second years after the registration of the company must be selected by drawing lots. In subsequent years, the directors who hold the office the longest shall retire from the office. The retired directors will be eligible for re-election.

In the 2025 Annual General Meeting of shareholders, there are 4 following directors who are due to retire by rotation:

1. Mr. Noppol Milinthangoon
2. Mr. Chatchai Payuhanaveechai
3. Mr. Pradej Kitti-itsaranon
4. Mr. Nuttpasint Chet-Udomlap

Therefore, the Company invited the shareholders to nominate candidates to be elected as directors at the 2025 Annual General Meeting of Shareholders in advance during the period from November 7, 2024, to January 6, 2025. The Company disclosed the regulations for nominating candidates on the Company's website at www.stella-x.co.th. Nonetheless, no shareholders nominated any candidates for election as directors at the end of such period.

In this regard, the Nomination and Remuneration Committee has considered the profiles and qualifications of the 4 directors nominated for re-election for another term of office and opines that the directors are qualified to be directors of the public companies as required by applicable laws and possess experience, knowledge and expertise appropriate to the Company's business, as details set out in the profiles of the retired directors who are due to retire by rotation and are proposed for re-election to serve another term as director at the shareholders' meeting (**Enclosure 4**). Moreover, Mr. Noppol Milinthangoon and Mr. Chatchai Payuhanaveechai are qualified to be an independent director as required by applicable laws.

Opinion of the Board of Directors

The Board of Directors (excluding the directors having a conflict of interest), is of the opinion to propose to the shareholders' meeting to consider and approve the election of the directors to replace those who are due to retire by rotation, with details as proposed.

Voting

The resolution for this agenda item requires a majority vote of the shareholders attending the meeting and casting their votes, excluding abstentions from the calculation base.

Agenda Item 6 To consider and approve the determination of the 2025 annual remuneration of the Company's directors

Fact and reason

The Board of Directors (with consideration of the Nomination and Remuneration Committee) has considered the 2025 annual remuneration of the Company's directors by taking into account the Company's operating results, and the size of the business, including duties and responsibilities of the Board of Directors in comparison with other listed companies within the same industry as well as the current economic situation. It is deemed appropriate to propose to the shareholders' meeting to approve the determination of the 2025 annual remuneration of the Company's directors in the amount of not exceeding THB 10 million consisting of (1) monthly remuneration and meeting allowance; (2) special remuneration as bonus payment at the rate of 0.75 percent of the Company's net profit; provided that, it shall not exceed THB 500,000/person/year; (3) fees for health check-up and medical treatment of not exceeding THB 300,000/person/year; and (4) accident insurance and health insurance of not exceeding THB 100,000/person/year.

In this regard, the details of the rates of the 2025 annual remuneration of the Company's directors (compared to the data of the previous 5 years) are set out in **Enclosure 5**.

In addition, it is proposed that the shareholders' meeting consider delegating authority to the Board of Directors to determine conditions, details and rates of the remuneration of directors and the members of the sub-committees as deemed appropriate in the amount of up to THB 10 million as approved by the shareholders' meeting.

Opinion of the Board of Directors

The Board of Directors is of opinion to propose to the shareholders' meeting to approve the determination of the 2025 annual remuneration of the Company's directors with details as proposed.

Voting

The resolution for this agenda item requires a majority vote of not less than two-thirds of the shareholders attending the meeting, including abstentions from the calculation base.

Agenda Item 7 To consider and approve the appointment of auditors and determination of the audit fee for the year 2025

Fact and reason

Section 120 of the PLC Act requires the annual general meeting of shareholders to appoint auditors and determine the audit fee of the Company every year, and Section 56 of the Company's Articles of Association prescribe that the annual general meeting of shareholders to appoint auditors, and the former auditors may be re-appointed for another term. In this regard, the Board of Directors, with consideration of the Audit Committee, has considered and viewed that the following auditors below from A.M.T. & Associates ("A.M.T.") are independent and possess expertise and experience appropriate to perform their duties. They also possess the qualifications as approved by the Securities and Exchange Commission. None of the auditors has any relationship with, and/or any interest in the Company, subsidiaries, executives, major shareholders, or any related persons thereof which might affect the independence in their performance.

It is deemed appropriate to propose to the shareholders' meeting to consider and approve the appointment of auditors from A.M.T. as the auditors of the Company for the year 2025 and the determination of the audit fee for the year 2025, detailed as follows:

No	Name of Auditors	Certified Public Accountant No.	Number of years providing audit service to the Company
1.	Mr. Chaiyut Angsuwittaya	3885	-
2.	Mrs. Natsarak Sarochanunjeen	4563	-
3.	Miss Daranee Somkamnerd	5007	2
4.	Miss Jarunee Nuammae	5596	-
5.	Mr. Siramate Akkharachotkullanun	11821	-

One of the above auditors shall audit and opine the Company's financial statement. In the case where any of the above auditors is unable to perform their duty, A.M.T. shall appoint another auditor within the firm to act as the auditor of the Company.

Determination of the audit fee of the Company for the year 2025 in the amount of THB 9,988,000 (inclusive of the subsidiaries). In this regard, the audit fee does not include any additional service fees (Non-audit fee), which the Company will pay based on actual charges incurred.

Opinion of the Board of Directors

The Board of Directors, with consideration of the Audit Committee, is of the opinion to propose to the shareholders' meeting to consider and approve the appointment of auditors from A.M.T. as the auditors of the Company for the year 2025 and determination of the audit fee for the year 2025 in the amount of THB 9,988,000 (inclusive of the subsidiaries) with details as proposed.

Voting

The resolution for this agenda item requires a majority vote of the shareholders attending the meeting and casting their votes, excluding abstentions from the calculation base.

Agenda Item 8 To consider and approve the amendment to the Company's objectives and the amendment to the Memorandum of Association Clause 3. to be in accordance with the amendment of the Company's objectives

Fact and reason

To align with the Company's current business plan and to support the future expansion of the Company's business activities, it is deemed appropriate to propose to the shareholders' meeting to consider and approve the amendment to the Company's objectives by removing the objective related to "the operation of distillery and cigarette factory" from Clause 17. And Clause 28. of the Company's original objectives, and adding 4 new objectives related to the operation of businesses in the electricity energy sector, increasing the total number of objectives from 60 to 64. Details are set out in the Company's objectives (amended) (Enclosure 6).

Additionally, it is proposed that the shareholders' meeting consider and approve the amendment to Clause 3. of the Company's Memorandum of Association to be in accordance with the amendment to the Company's objectives, by removing the original text and replacing it with the following:

Clause 3: The Company's objectives consist of 64 clauses, the details as set out in the attached Form BorMorJor 002.

In addition, the individuals designated by the Board of Directors shall be authorized to register the amendment of the objectives and the Memorandum of Association with the Department



of Business Development, Ministry of Commerce, and are empowered to make any necessary modifications or additions to the wording in accordance with the instructions of the Registrar.

Opinion of the Board of Directors

The Board of Directors is of opinion to propose to the shareholders' meeting to consider and approve the amendment to the Company's objectives and the amendment to Clause 3. to the Memorandum of Association, to be in accordance with the amendment to the Company's objectives, with the details as proposed.

Voting

The resolution for this agenda item requires a majority vote of not less than three-fourths of the shareholders attending the meeting, including abstentions from the calculation base.

Agenda Item 9 To consider other businesses (if any)

Section 105 of the PLC Act prescribes that none of the other business apart from the agenda items specified in the invitation letter shall be discussed and considered in the shareholders' meeting, unless such business is proposed by the aggregate shareholders of not less than one-third of the total issued shares.

Therefore, we would like to invite shareholders to attend the 2025 Annual General Meeting of Shareholders on the specified date and time mentioned above, which will be held exclusively via electronic means (e-Meeting) and there is no additional place or meeting room to support attendance by the shareholders. We request that you study the details on how to register to attend the shareholder's meeting via electronic media (e-Meeting) in **Enclosure 8**. In the event that the shareholder is unable to attend the meeting in person, you can appoint a proxy or an independent director of the Company to attend meetings and vote on your behalf. The information of the independent directors is as set out in **Enclosure 9**. The Company has sent Proxy Form A, Form B, and Form C to the shareholders in **Enclosure 10**, or the shareholders can download Proxy Form A, Form B, and Form C from www.stella-x.co.th

In this regard, the Company will allow shareholders or proxies to submit a request to receive a username, password, and a link for joining the meeting via electronic media system (e-Request) in advance from April 21, 2025, at 8.30 a.m. until the conclusion of the meeting. On the meeting day, the Company will allow the shareholders and proxies to enter the meeting via electronic means (e-Meeting) from 8:00 a.m. (on April, Monday 28, 2025) onwards. Shareholders and Proxies can learn about the procedures to attend the Company's shareholders' meeting via electronic means (e-Meeting) as further detailed in **Enclosure 11**.

In the case that the shareholders wish to attend the 2025 Annual General Meeting of Shareholders of the Company by appointing another person or an independent director as a proxy to attend the meeting and vote on his/her behalf, please submit a request to attend the meeting together with your proxy form through the electronic media system (e-Request) and please cooperate by sending a physical copy of the original proxy



form and supporting documents to the address specified below for the Company to receive by April 28, 2025 (before the meeting starts).

Stella X Public Company Limited

Company Secretary Office

Rasa Two Building, 15th Floor, No. 1818 Phetchaburi Road,

Makkasan, Ratchathewi, Bangkok 10400

In the case that the shareholder wishes to appoint another person other than an independent director of the Company as a proxy to attend meetings on your behalf. The Company will send a username, password, and a link for joining the meeting to the registered email of the proxy.

Shareholders and proxies can study instructions for registration via electronic means (e-Meeting), proxy appointment and voting casting via electronic means (e-Voting), details as set out in **Enclosure 8**.

Furthermore, the Company has determined the list of shareholders entitled to attend the 2025 Annual General Meeting of Shareholders of the Company on March 13, 2025. The meeting will be conducted in accordance with the Company's Articles of Association, details as set out in **Enclosure 7**.

Yours sincerely,

Stella X Public Company Limited

Nuttpasint Chet-udomlap Puwassitt Chet-udomlap

(Mr. Nuttpasint Chet-Udomlap) (Mr. Puwassitt Chet-udomlap)

Authorized Directors

-Translation-

Nusasiri Public Company Limited

Minutes of the Extraordinary General Meeting of Shareholders No. 2/2024

The Extraordinary General Meeting of Shareholders No. 2/2024 of Nusasiri Public Company Limited (the “Company”) was held via electronic means (e-Meeting) pursuant to the Public Limited Companies Act B.E. 2535 (as amended) (the “PLC Act”), the Emergency Decree on Electronic Meetings B.E. 2563 and other applicable regulations.

Date of the meeting Tuesday, 17 December 2024.

Directors attending the meeting

1. Mr. Noppol Milinhanggoon Chairman of the Board of Directors and Independent Director
2. Mr. Manop Thanomkitti Vice Chairman of the Board of Directors, Independent Director, and Chairman of the Audit Committee
3. Mr. Nuttpasint Chet-Udomlap Interim Chief Executive Officer and Director

Directors attending the meeting via electronic means

1. Mr. Pradej Kitti-itsaranon Director
2. Mr. Chatchai Payuhanaveechai Independent Director and Audit Director
3. Mr. Pairoj Sirirat Director
4. Pol.Lt. Gen. Ekaphop Prasitvattanachai Director
5. Mr. Chaipat Lertlucktaweekul Independent Director and Audit Director
6. Mr. Burin Nuchniyom Director
7. Mr. Puwassitt Chet-udomlap Director

Executives attending the meeting

1. Mr. Varut Taymeya Deputy Chief Executive Officer
2. Mr. Prajak Jangsangtong Assistant Chief Executive Officer of Accounting and Finance
3. Ms. Kanokpak Anannatsiri Company Secretary

Legal Advisors attending the meeting from the Capital Law Office Limited

1. Mrs. Patraporn Milindasuta
2. Ms. Naphatsawan Saengsikaeo
3. Ms. Panisa Charoenchansa

The meeting starts at 14.00 hrs.

Ms. Kanokpak Anannatsiri (“Ms. Kanokpak”), as the Company Secretary, welcomed attendees to the meeting and informed the meeting that, currently, the Company had registered capital of 16,571,362,332 Baht and paid-up capital of 13,066,222,343 Baht divided into the number of 13,066,222,343 issued shares with a par value of 1 Baht per share. According to the share register book as of 4 December 2024 (which is the record date for determining the list of

shareholders entitled to attend this Extraordinary General Meeting or Record Date), the Company had a total of 11,151 shareholders divided into 99.67 percent of Thai shareholders and 0.33 percent of foreign shareholders. At the beginning of the meeting, there were shareholders registered on the meeting system by entering the username and password, constituting a quorum according to the laws and Articles of Association of the Company as follows:

Shareholders attended in person	11	Persons	with a total number of	2,241,710	Shares
Shareholders attended by proxy	175	Persons	with a total number of	10,007,105,740	Shares
Total	186	Persons	with a total number of	10,009,347,450	Shares
Amounting to	76.6047%	of a total number of		13,066,222,343	Shares

Then, Mr. Noppol Milinhanggoon, the Chairman of the Board of Directors, acting as the Chairman of the meeting (the “**Chairman**”), declared the Extraordinary General Meeting of Shareholders No. 2/2024 via electronic means (e-Meeting) duly commenced. The Chairman assigned Ms. Kanokpak to act as the secretary of the meeting (the “**Secretary of the Meeting**”) and present the details of the meeting to the attendees. Subsequently, the Secretary of the Meeting introduced the directors and executives of the Company and advisors who attended the meeting as the names listed above.

Subsequently, the Secretary of the meeting informed the meeting that Mr. Noppol Milinhanggoon and Mr. Manop Thanomkitti, as independent directors, were acting as proxies for shareholders attending today’s meeting. In accordance with the good corporate governance principles for convening the shareholders’ meeting, Ms. Panisa Charoenchansa, a legal advisor from the Capital Law Office Limited was invited to witness the vote counting and to ensure that this annual shareholders’ meeting was conducted in compliance with the laws and regulations.

The Secretary of the Meeting further informed the meeting that this Extraordinary General Meeting of Shareholders was held via electronic means pursuant to the PLC Act, the Emergency Decree on Electronic Meetings B.E. 2563, and the Notification of the Ministry of Digital Economy and Society regarding Security Standards for Meetings via Electronic Media, B.E. 2563. Inventech Systems (Thailand) Co., Ltd., a service provider with expertise in organizing meetings via electronic media with a meeting control system that has been approved by the relevant agency, was assigned to organize this meeting.

In addition, in order to comply with the Personal Data Protection Act B.E. 2562, the Secretary of the Meeting informed the meeting that names and surnames of the shareholders and proxies who ask questions or express comments will appear in the minutes of the meeting and any other documents related to this shareholders’ meeting.

The Company has published the Notice to the Meeting along with supporting documents for this meeting on www.nusasiri.com from 9 December 2024.

This Extraordinary General Meeting of Shareholders will consider the matters in the order specified in the Notice to the Meeting, presenting details for each agenda item and then providing an opportunity to ask questions related to each agenda item before voting, as appropriate.

Consequently, the Secretary of the Meeting informed the meeting of the details regarding the vote casting, vote counting, vote announcement and the procedures for asking questions or expressing comments, as detailed below.

1. Voting

- Shareholders shall have one vote per share.

- Shareholders or proxies must cast their votes in one of the following manners: “approve”, “disapprove”, or “abstain”. Votes cannot be partially split, except for foreign investors who appoint a custodian in Thailand to keep and manage their shares: in such cases, they are allowed to vote with divided preferences.
- Shareholders may vote in advance for each agenda or decide to vote on agendas under consideration.
- Shareholders must remain present during the voting period for each agenda item and should not click “Register for exit the quorum or log-out” before the announcement of the closure of voting for that agenda and must vote on each agenda before the announcement of the closure of voting for that agenda.
- If a shareholder clicks “Register for exit the quorum or log-out” before the closure of voting in between voting period for any agenda, they will not be considered present for that agenda, and their votes will not be counted for that agenda even though they have voted in advance.
- Nevertheless, clicking “Register for exit the quorum or log-out” during any agenda does not forfeit the shareholder’s right to rejoin the meeting or vote in subsequent agendas.
- Same as the shareholders, the appointed proxy must be present during the voting for each agenda item and should not click “Register for exit the quorum or log-out” before the closing of the vote for that specific agenda. In cases where the appointed proxy has the authority to consider and vote on behalf of the shareholder, the proxy must cast their vote for each agenda before the announcement of the closing of the vote for that agenda.
- In the event that the shareholders appoint a proxy an independent director for participation and voting on their behalf at the meeting using Proxy Form B, the Company will record such voting and the registration to attend the meeting of the proxy. The proxy is not required to vote during the meeting.
- If the appointed proxy clicks “Register for exit the quorum or log-out” before the closing of the vote for any agenda while the voting is still open, the shareholder who appointed that proxy will not be considered present at the meeting for that agenda. The votes of the shareholder who appointed the proxy will not be counted for such agenda item.
- However, clicking “Register for exit the quorum” at any point during a particular agenda does not forfeit the proxy’s right to rejoin the meeting or vote in subsequent agendas.
- In the event that the shareholder has not specially granted voting instruction for any agenda in the Proxy Form, or if the voting instructions are unclear, or if the meeting considers additional agenda apart from those stipulated in the Proxy Form as well as any changing and adding of the fact thereon, the proxy is able to consider and cast his/her vote as deemed appropriate.

2. Vote counting

- Each agenda will be open for voting in the system for 1 minute.
- Voting can be changed until the closure of voting for that specific agenda.
- The agenda items for this shareholders’ meeting require a majority vote of the shareholders attending the meeting and casting their votes, excluding abstentions from the calculation base.
- Except for the following agenda Items, it requires a vote of “**no less than three-fourths**” of the total votes of the shareholders attending the meeting and entitled to vote, including abstentions in the calculation base.

Agenda Item 3 To consider and approve the decrease of the Company’s registered capital in the amount of 894,292,087.00 Baht, from the former registered capital of 16,571,362,332.00 Baht to 15,677,070,245.00 Baht, by cancelling the authorized but unissued shares totaling 894,292,087 shares with a par value of 1.00 Baht per share, and to approve the amendment

of Clause 4 of the Company's Memorandum of Association to reflect the decrease of the Company's registered capital.

Agenda Item 4 To consider and approve the increase of the Company's registered capital in the amount of 5,362,533,702.00 Baht, from the former registered capital of 15,677,070,245.00 Baht to 21,039,603,947.00 Baht, by issuing the newly issued ordinary shares totaling 5,362,533,702 shares with a par value of 1.00 Baht per share, and to approve the amendment of Clause 4 of the Company's Memorandum of Association to reflect the increase of the Company's registered capital.

Agenda Item 6 To consider and approve the amendment of the Company's name, seal, and Clause 1 of the Company's Memorandum of Association to reflect the amendment of the Company's name.

Agenda Item 7 To consider and approve the amendment of Articles 1, 2, 25, and 61 of the Company's Articles of Association.

3. Notification of the vote counting results

- At the end of the voting period, the counting of votes for each agenda will take place immediately. The system will process the votes of shareholders according to the counting criteria for each agenda item. The announcement of voting result will be done at the end of each agenda item.
- The number of shareholders participating for each agenda item may vary, as there could be shareholders joining the meeting or exiting the e-Meeting during the meeting.
- Since this shareholders' meeting is conducted by means of the e-Voting system, there shall be no voided ballots.

4. Procedures for asking questions or expressing comments

- Before voting on each agenda item, the shareholders or proxy can ask questions or express comments related to that specific agenda item, as appropriate.
- Shareholders or proxies are requested to state their name and surname, as well as their status (either attending in person or proxy), before posing questions or sharing comments each time.
- The Company will respond specifically to questions related to the meeting agenda during the Q&A session. To ensure the meeting proceeds in a timely manner, staff will gather similar questions for the Chairman, or a person assigned by the Chairman to answer collectively.

Subsequently, the Secretary of the Meeting then invited the Chairman to commence the proceedings.

The Chairman then assigned the Secretary of the Meeting to proceed with the meeting by reporting as follows:

Agenda Item 1 To consider and certify the Minutes of the 2024 Annual General Meeting of Shareholders.

The Secretary of the Meeting informed the meeting that, the Company convened the 2024 Annual General Meeting of Shareholders on 7 June 2024 (the "AGM") and prepared the minutes of the AGM, and submitted the said minutes to the Stock Exchange of Thailand ("SET") within 14 days from the date of the AGM and also disseminated such minutes in the Company's website at www.nusasiri.com. The Board of Directors deems it appropriate that the minutes of the AGM prepared by the Company were accurately recorded. Therefore, it is deemed appropriate to propose to the shareholders' meeting to approve the certification of the said minutes.

In addition, the Company invited shareholders to ask questions via 2 channels, which are text message and VDO Conference. The shareholders raised queries, and the Company gathered similar questions to the Chairman and the person designated by the Chairman to address. The questions were summarized at the conclusion of the resolution of this agenda.

Then, the Secretary of the Meeting requested the meeting to cast their votes and informed the meeting that this agenda item requires “a majority vote” of the shareholders attending the meeting and casting their votes, excluding abstentions from the calculation base. In this regard, the shareholders who wish to vote “Agree”, “Disagree” or “Abstain”, please vote by pressing the voting button in the electronic system. For any attendees who do not vote within the specified time, it will be considered that the meeting attendee “abstains from voting”.

Resolution The meeting resolved to certify the minutes of the 2024 Annual General Meeting of Shareholders as details proposed in all aspects, with a majority vote of the shareholders attending the meeting and casting their votes, excluding abstentions from the calculation base. Details are as follows:

Shareholders' Voting	Number (Vote)	Percentage
Agreed	9,196,745,811	92.6388
Disagreed	730,778,939	7.3611
Abstained	81,822,700	excluding from the calculation base
Total	9,927,524,750	100.0000
Total of meeting attendees	186 Persons	

Summary of Questions-Answers relating to Agenda Item 1

No.	Type of Questions	Details	
1	Text message	Question:	Mr. Sombat Kulsathitporn (the proxy from the Thai Investor Association) inquired that: Where was the online meeting held today?
		Answer:	The Chairman assigned Ms. Kanokpak, the Secretary of the Meeting, to answer and clarify this question. Ms. Kanokpak then informed the meeting that this Extraordinary General Meeting of Shareholders was held through the electronic meeting (e-Meeting) broadcasting from the transmission room at Central City Tower Building, Thepparat Road, Bangna Nua Sub-District, Bangna District, Bangkok.

Agenda Item 2 To consider and approve the issuance and allocation of the Warrants to Purchase the Company's Newly Issued Ordinary Shares No.6 (NUSA-W6) to the existing shareholders who are eligible to subscribe and are allocated the newly issued ordinary shares at no cost (PPO Warrant Sweetener).

The Chairman assigned Mr. Prajak Jangsangtong ("Mr. Prajak"), Assistant Chief Executive Officer of Accounting and Finance, to present this agenda item to the meeting. Mr. Prajak reported that according to the Company's plan to raise additional funds of not exceeding 1,829,271,128.00 Baht to support its business operations, with the details as follows:

- (1) The issuance and offering of the Company's newly issued ordinary shares not exceeding 2,613,244,469 shares with a par value of 1.00 Baht per share to offer to existing shareholders in proportion to their shareholdings, excluding shareholders that would cause the Company to have obligations under foreign laws (Preferential Public Offering (PPO)) relating to the issuance and offering of such securities (the "**Eligible Existing Shareholders**"). The allocation ratio is 5 existing ordinary shares to 1 newly issued ordinary share, with any fractional shares to be disregarded. The offering price is 0.20 Baht per share, totaling not more than 522,648,894.00 Baht (the "**Offering of the Newly Issued PPO Share Transaction**").

Furthermore, the offering price of the Company's newly issued ordinary shares under the Offering of the Newly Issued PPO Share Transaction will be lower than 90% of the market price of the Company's ordinary shares. The "**Market Price of the Company's Ordinary Shares**" means the weighted average trading price of the Company's ordinary shares on the SET over the past 7 consecutive business days prior to the date on which the Board of Directors resolved to propose the agenda item regarding the Offering of the Newly Issued PPO Share Transaction to the shareholders' meeting for approval, which is during 4-12 November 2024, amounting to 0.261 Baht (referenced from www.setsmart.com).

- (2) The issuance and allocation of the Warrants to Purchase the Company's Newly Issued Ordinary Shares No. 6 (NUSA-W6) (the "**NUSA-W6 Warrants**") to the Eligible Existing Shareholders who subscribe to and are allocated such newly issued ordinary shares (the "**PPO Shareholders**"). This is considered an offering of warrants to existing shareholders in proportion to their shareholding, excluding shareholders that would cause the Company to have obligations under foreign laws as a PPO Warrant Sweetener (the "**PPO Warrant Sweetener**") at no cost, in the ratio of 1 newly issued ordinary share to one unit of NUSA-W6 Warrant, as a reward to the shareholders who have subscribed and paid for the PPO shares of the Company (the "**NUSA-W6 Warrant Issuance and Allocation Transaction**").

In this regard, the Board of Directors deems it appropriate to propose to the shareholders' meeting to approve the issuance and allocation of NUSA-W6 Warrants, not exceeding 2,613,244,469 units to PPO Shareholders as a PPO Warrant Sweetener, in the ratio of 1 newly issued ordinary share subscribed to one unit of NUSA-W6 Warrant. Each NUSA-W6 Warrant has a term of 2 years and 6 months from the issuance date of such warrant, and each warrant entitles its holder to purchase one ordinary share (par value of 1.00 Baht per share) at an exercise price of 0.50 Baht per share.

Moreover, the key features of the NUSA-W6 Warrants, such as events leading to rights adjustments and other important details, are specified in the summary of the Key Features of Warrants to Purchase the Newly Issued Ordinary Shares of Nusasiri Public Company Limited No.6 (NUSA-W6) (Enclosure 2 of the Notice to the Meeting)

Additionally, the Board of Directors deems it appropriate to propose to the shareholders' meeting to consider and approve authorizing the Executive Committee or the Interim Chief Executive Officer the power to consider and determine any necessary and relevant details regarding the Offering of the Newly Issued PPO Share Transaction and the NUSA-W6 Warrant Issuance and Allocation Transaction, provided that such actions do not conflict with or contradict the notifications of the Office of the Securities and Exchange Commission, including but not limited to:

- (1) Allocating the NUSA-W6 Warrants and determining conditions and other necessary and appropriate details related to the NUSA-W6 Warrant Issuance and Allocation Transaction, such as the warrant issuance date, allocation details, allocation methods, exercise period, and expiration date under the scope approved by the shareholders' meeting;
- (2) Negotiating, approving, entering into and/or signing any necessary contracts and/or documents related to the NUSA-W6 Warrant Issuance and Allocation Transaction, including amending such contracts and documents, as well as considering the appointment of financial advisors, legal advisors, underwriters, and/or other service providers (if necessary);
- (3) Signing application forms, waiver requests, notices, and any documents related to the NUSA-W6 Warrant Issuance and Allocation Transaction, including contacting and submitting applications or waiver requests, and submitting any documents to officials or representatives of any relevant agencies, as well as listing the Company's newly issued ordinary shares and NUSA-W6 Warrants on the SET; and
- (4) Undertaking any necessary and relevant actions as appropriate to successfully complete the NUSA-W6 Warrant Issuance and Allocation Transaction.

The Board of Directors deems it appropriate to propose to the shareholders' meeting to consider and approve the issuance and allocation of NUSA-W6 Warrants, not exceeding 2,613,244,469 units to PPO Shareholders at no cost as a PPO Warrant Sweetener, in the ratio of 1 newly issued ordinary share subscribed to one unit of NUSA-W6 Warrant and the relevant delegation of authorization, as presented in all respects.

The Company invited shareholders to ask questions via 2 channels, which are text message and VDO Conference. The shareholders raised queries, and the Company gathered similar questions to the Chairman and the person designated by the Chairman to address. These questions were summarized at the conclusion of the resolution of this agenda.

Then, the Secretary of the Meeting requested the meeting to cast their votes and informed the meeting that this agenda item requires "a majority vote" of the shareholders attending the meeting and casting their votes, excluding abstentions from the calculation base. In this regard, the shareholders who wish to vote "Agree", "Disagree" or "Abstain", please vote by pressing the voting button in the electronic system. For any attendees who do not vote within the specified time, it will be considered that the meeting attendee "abstains from voting".

Resolution The meeting resolved to approve the issuance and allocation of NUSA-W6 Warrants, not exceeding 2,613,244,469 units to PPO Shareholders at no cost as a PPO Warrant Sweetener, in the ratio of 1 newly issued ordinary share subscribed to one unit of NUSA-W6 Warrant and the relevant delegation of authorization, details as presented in all respects, with a majority vote of the shareholders attending the meeting and casting their votes, excluding abstentions from the calculation base. Details are as follows:

Shareholders' Voting	Number (Vote)	Percentage
Agreed	9,262,614,471	92.5396
Disagreed	746,728,379	7.4603
Abstained	254,600	excluding from the calculation base
Total	10,009,342,850	100.0000
Total of meeting attendees	187 Persons	

Summary of Questions-Answers relating to Agenda Item 2

No.	Type of Questions	Details	
1	Text message	Question:	Mr. Rattapol Dankulchai (the shareholder) inquired that: Why is the exercise price lower than that of NUSA-W5 Warrants?
		Answer:	The Chairman assigned Mr. Prajak, Assistant Chief Executive Officer of Accounting and Finance, to answer and clarify this question. Mr. Prajak then informed the meeting that the price was set in accordance with market mechanisms.
2	Text message	Question:	Mr. Sombat Kulsathitporn (the proxy from the Thai Investor Association) inquired that: Regarding the capital increase and allocation of shares, apart from strengthening the Company's financial position and providing liquidity for business expansion, does the Board of Directors have any plans for additional investments in any specific businesses, and how might such investments impact the Company?
		Answer:	The Chairman assigned Mr. Nuttpasint Chet-Udomlap, ("Mr. Nuttpasint"), Interim Chief Executive Officer, to answer and clarify this question. Mr. Nuttpasint then informed the meeting that the Company does not plan to invest in any new businesses beyond its current investment scope, which includes real estate, healthcare, and wind energy businesses. However, there may be an expansion of scope into related businesses.

Agenda Item 3 To consider and approve the decrease of the Company's registered capital in the amount of 894,292,087.00 Baht, from the former registered capital of 16,571,362,332.00 Baht to 15,677,070,245.00 Baht, by cancelling the authorized but unissued shares totaling 894,292,087 shares with a par value of 1.00 Baht per share, and to approve the amendment of Clause 4 of the Company's Memorandum of Association to reflect the decrease of the Company's registered capital.

The Chairman assigned Mr. Prajak to present this agenda item to the meeting. Mr. Prajak reported that as the Company intends to issue and offer its newly issued ordinary shares to the Eligible Existing Shareholders (as will be proposed for approval under Agenda Items 4 and 5) and to issue and allocate NUSA-W6 Warrants to the PPO Shareholders as a PPO Warrant Sweetener (as the meeting has resolved to approve in Agenda Item 2), it is necessary for the Company to increase its registered capital to support the aforementioned fundraising plan. However, to comply with legal requirements for increasing registered capital, the Company must adhere to Section 136 of the PLC Act, which stipulates that a public limited company may increase its capital from the amount already registered by issuing new shares, provided that all previously authorized shares have been issued and fully paid for, except for shares reserved for convertible debentures or warrants.

As of now, the Company has 3,505,139,989 authorized but unissued ordinary shares, consisting of the following:

- (1) Ordinary shares totaling 2,610,847,902 shares, reserved to support the exercise of rights under the Warrants to Purchase the Company's Newly Issued Ordinary Shares No. 5 (NUSA-W5) (the "NUSA-W5 Warrants");
- (2) Ordinary shares totaling 151,045,820 shares, remaining from the allocation reserved to support the exercise of rights under the NUSA-W5 Warrants, as the allocation of such warrants was less than the number approved by the shareholders' meeting; and
- (3) Ordinary shares totaling 743,246,267 shares, remaining from the allocation reserved to support the exercise of rights under the Warrants to Purchase the Company's Newly Issued Ordinary Shares No. 4 (NUSA-W4), which have since expired.

In this regard, as the Company's ordinary shares, which have not yet been issued under items (2) - (3) above, totaling 894,292,087 shares, are not shares reserved to support convertible debentures or warrants as defined under Section 136 of the PLC Act, the Board of Directors deems it appropriate to propose to the shareholders' meeting to approve the decrease of the Company's registered capital by 894,292,087.00 Baht from the current registered capital of 16,571,362,332.00 Baht to 15,677,070,245.00 Baht by canceling 894,292,087 authorized but unissued shares with a par value of 1.00 Baht per share and to propose to the shareholders' meeting to approve the amendment to Clause 4 of the Company's Memorandum of Association to reflect the decrease in the Company's registered capital, replacing the current wording with the following:

"Clause 4.	Registered capital:	15,677,070,245.00	Baht	(Fifteen billion six hundred seventy-seven million seventy thousand two hundred forty-five Baht)
	Divided into:	15,677,070,245	Share	(Fifteen billion six hundred seventy-seven million seventy thousand two hundred forty-five Baht)
	Par value:	1.00	Baht	(One Baht)
	Consisting of:			

Ordinary shares: 15,677,070,245 Share (Fifteen billion six hundred seventy-seven million seventy thousand two hundred forty-five Baht)

Preferred shares: - 0 - Share (- Share)"

Additionally, the Board of Directors deems it appropriate to propose to the shareholders' meeting to consider and approve the delegation of authority to a designated person appointed by the authorized directors, to sign binding documents on behalf of the Company for registering the amendments to the Company's Memorandum of Association with the Department of Business Development and will have the authority to revise and adjust wording as necessary to comply with the registrar's directives.

The Company invited shareholders to ask questions via 2 channels, which are text message and VDO Conference. However, no further questions were raised by the shareholders on this agenda item.

Then, the Secretary of the Meeting requested the meeting to cast their votes and informed the meeting that this agenda item requires a vote of "no less than three-fourths" of the total votes of the shareholders attending the meeting and entitled to vote, including abstentions in the calculation base. In this regard, the shareholders who wish to vote "Agree", "Disagree" or "Abstain", please vote by pressing the voting button in the electronic system. For any attendees who do not vote within the specified time, it will be considered that the meeting attendee "abstains from voting".

Resolution The meeting resolved to approve (1) the decrease of the Company's registered capital in the amount of 894,292,087.00 Baht, from the former registered capital of 16,571,362,332.00 Baht to 15,677,070,245.00 Baht, by cancelling the authorized but unissued shares totaling 894,292,087 shares with a par value of 1.00 Baht per share (2) the amendment of Clause 4 of the Company's Memorandum of Association to reflect the decrease of the Company's registered capital, and (3) the relevant delegation of authorization, details as presented in all respects, with a vote of no less than three-fourths of the total votes of the shareholders attending the meeting and entitled to vote, including abstentions in the calculation base. Details are as follows:

Shareholders' Voting	Number (Vote)	Percentage
Agreed	9,265,135,511	92.5625
Disagreed	744,207,339	7.4349
Abstained	254,600	0.0025
Total	10,009,597,450	100.0000
Total of meeting attendees	187 Persons	

Agenda Item 4 To consider and approve the increase of the Company's registered capital in the amount of 5,362,533,702.00 Baht, from the former registered capital of 15,677,070,245.00 Baht to 21,039,603,947.00 Baht, by issuing the newly issued ordinary shares totaling 5,362,533,702 shares with a par value of 1.00 Baht per share, and to approve the amendment of Clause 4 of the Company's Memorandum of Association to reflect the increase of the Company's registered capital.

The Chairman assigned Mr. Prajak to present this agenda item to the meeting. Mr. Prajak reported that as the Company intends to raise additional funds under the Offering of the Newly Issued PPO Share Transaction and the NUSA-W6 Warrant Issuance and Allocation Transaction (as detailed in Agenda Item 2 above) to be used as working capital and

to repay debts nearing maturity, the Company plans the increase of the Company's registered capital in the amount of 5,362,533.702.00 Baht, from the former registered capital of 15,677,070,245.00 Baht to the registered capital of 21,039,603,947.00 Baht, by issuing the newly issued ordinary shares totaling 5,362,533,702 shares with a par value of 1.00 Baht per share, as detailed below:

- (1) Not exceeding 2,613,244,469 newly issued ordinary shares with a par value of 1.00 Baht per share to be offered to the Eligible Existing Shareholders under the Offering of the Newly Issued PPO Share Transaction.
- (2) Not exceeding 2,613,244,469 newly issued ordinary shares with a par value of 1.00 Baht per share to support the exercise of rights under the NUSA-W6 Warrants under the NUSA-W6 Warrant Issuance and Allocation Transaction.
- (3) Not exceeding 136,044,764 newly issued ordinary shares with a par value of 1.00 Baht per share to support the adjustment of rights under NUSA-W5 Warrants. It is possible that the offering price of the Company's newly issued ordinary shares under the Offering of the Newly Issued PPO Share Transaction will be lower than 90% of the market price of the Company's ordinary shares. The "Market Price of the Company's Ordinary Shares" as specified in Clause 4(b) of Terms and Conditions on the Rights and Obligations of the Issuer and Holders of the NUSA-W5 Warrants (the "NUSA-W5 Terms and Conditions") meaning the weighted average trading price of the Company's ordinary shares on the SET over the past 7 consecutive business days prior to the first date on which purchasers of the Company's ordinary shares are not entitled to subscribe for the newly issued ordinary shares (XR), which will correspond to 24 December 2024. The Company must seek approval from the shareholders' meeting to issue new ordinary shares to support the adjustment of rights in accordance to the NUSA-W5 Terms and Conditions which has been calculated based on the weighted average trading price of the Company's ordinary shares on the SET over the past 7 consecutive business days prior to the date on which the Board of Directors resolved to propose the agenda item regarding the Offering of the Newly Issued PPO Share Transaction to the shareholders' meeting for approval, which occurred during 4-12 November 2024.

Details regarding the increase of the Company's registered capital are set out in Report Form for Capital Increase (F 53-4) (Enclosure 3 of the Notice to the Meeting).

The Board of Directors deems it appropriate to propose to the shareholders' meeting to consider and approve the increase of the Company's registered capital in the amount of 5,362,533,702.00 Baht, from the former registered capital of 15,677,070,245.00 Baht to 21,039,603,947.00 Baht, by issuing the newly issued ordinary shares totaling 5,362,533,702 shares with a par value of 1.00 Baht per share, and to approve the amendment of Clause 4 of the Company's Memorandum of Association to reflect the increase of the Company's registered capital, replacing the current wording with the following:

"Clause 4.	Registered capital:	21,039,603,947.00	Baht	(Twenty-one billion thirty-nine million six hundred three thousand nine hundred forty-seven Baht)
	Divided into:	21,039,603,947	Share	(Twenty-one billion thirty-nine million six hundred three thousand nine hundred forty-seven Shares)
	Par value:	1	Baht	(One Baht)
	Consisting of:			

Ordinary shares: 21,039,603,947 Share (Twenty-one billion thirty-nine million six hundred three thousand nine hundred forty-seven Shares)
Preferred shares: -0- Share (- Share)"

Additionally, the Board of Directors deems it appropriate to propose to the shareholders' meeting to consider and approve the delegation of authority to a designated person appointed by the authorized directors, to sign binding documents on behalf of the Company for registering the amendments to the Company's Memorandum of Association with the Department of Business Development and will have the authority to revise and adjust wording as necessary to comply with the registrar's directives.

Additionally, the Board of Directors is of the opinion that;

(1) Reasons and Necessity for the Capital Increase

The Board of Directors is of the opinion that to provide the Company with financial flexibility for operations, to repay debts that will soon mature, and to use as working capital in the future, issuing and allocating newly issued ordinary shares to Eligible Existing Shareholders is an effective fundraising method. This approach helps reduce the Company's financial burden compared to raising funds or obtaining financing through other methods such as issuing bonds or borrowing from financial institutions.

(2) Feasibility of Utilizing the Increased Capital

The Company expects to issue and allocate the newly issued ordinary shares to Eligible Existing Shareholders and receive funds from the offering within 2 months from the date the shareholders' meeting approves the capital increase and the issuance of newly issued ordinary shares. The Company plans to use the funds received from the capital increase for the purposes stated in item 5 of the Report Form for Capital Increase (F 53-4) (Enclosure 3 of the Notice to the Meeting)

(3) Reasonableness of the Capital Increase and Utilization Plan

The Board of Directors believes that the capital increase by offering shares to Eligible Existing Shareholders in proportion to their shareholding is reasonable and appropriate because it increases the Company's working capital and reduces the financial burden from borrowing or raising funds by other means for use in the Company's operations, as well as improving the Company's financial position and liquidity.

(4) Impact on Business Operations, Financial Status, and Operating Results

The Board of Directors believes that this capital increase will enhance the Company's cash flow and liquidity, providing funds that can be used for business expansion and/or investments, as well as increased working capital for future operations, which will positively affect both the financial position and operating results. Additionally, it helps reduce the financial burden from borrowing and will help create added value for the Company's securities in the long term.

The Company invited shareholders to ask questions via 2 channels, which are text message and VDO Conference. However, no further questions were raised by the shareholders on this agenda item.

Then, the Secretary of the Meeting requested the meeting to cast their votes and informed the meeting that this agenda item requires a vote of "no less than three-fourths" of the total votes of the shareholders attending the meeting and entitled to vote, including abstentions in the calculation base. In this regard, the shareholders who wish to vote

"Agree", "Disagree" or "Abstain", please vote by pressing the voting button in the electronic system. For any attendees who do not vote within the specified time, it will be considered that the meeting attendee "abstains from voting".

Resolution The meeting resolved to approve (1) the increase of the Company's registered capital in the amount of 5,362,533,702.00 Baht, from the former registered capital of 15,677,070,245.00 Baht to 21,039,603,947.00 Baht by issuing the newly issued ordinary shares totaling 5,362,533,702 shares with a par value of 1.00 Baht per share, (2) the amendment of Clause 4 of the Company's Memorandum of Association to reflect the increase of the Company's registered capital, and (3) the relevant delegation of authorization, details as presented in all respects, with a vote of no less than three-fourths of the total votes of the shareholders attending the meeting and entitled to vote, including abstentions in the calculation base. Details are as follows:

Shareholders' Voting	Number (Vote)	Percentage
Agreed	9,265,135,471	92.5625
Disagreed	744,207,379	7.4349
Abstained	254,600	0.0025
Total	10,009,597,450	100.0000
Total of meeting attendees	187 Persons	

Agenda Item 5 To consider and approve the allocation of the Company's newly issued ordinary shares.

Agenda Item 5.1 To consider and approve the allocation of not exceeding 2,613,244,469 newly issued ordinary shares with a par value of 1.00 Baht per share to be offered to existing shareholders in proportion to their shareholdings, excluding shareholders that would cause the Company to have obligations under foreign laws (Preferential Public Offering (PPO))

The Chairman assigned Mr. Prajak to present this agenda item to the meeting. Mr. Prajak reported that as the Company intends to raise additional funds from its existing shareholders under the Offering of the Newly Issued PPO Share Transaction and the NUSA-W6 Warrant Issuance and Allocation Transaction (as the meeting has resolved to approve in Agenda Items 2 and 4 above). The Board of Directors deemed it appropriate to propose to the shareholders' meeting to consider and approve the allocation of not exceeding 2,613,244,469 newly issued ordinary shares with a par value of 1.00 Baht per share to be offered to the Eligible Existing Shareholders under the Offering of the Newly Issued PPO Share Transaction. The allocation ratio is 5 existing ordinary shares to 1 newly issued ordinary share, with any fractional shares to be disregarded. The offering price is 0.20 Baht per share, totaling not more than 522,648,894.00 Baht. The offering price under the Offering of the Newly Issued PPO Share Transaction is set below the par value of the Company's shares (1.00 Baht per share). However, as the Company currently has accumulated losses, it falls under the provisions of Section 52 of the PLC Act, which allows the Company to offer shares at a price lower than the registered par value, provided that the following conditions are met: (1) the Company must have been in operation for no less than one year and must have accumulated losses, (2) the offering price must be clearly determined and disclosed in the relevant information, and (3) the offering must be approved by the shareholders' meeting.

Currently, the Company has been operating beyond the period specified in Section 52 of the PLC Act. and has clearly disclosed the offering price of 0.20 Baht per share in the Report Form for Capital Increase (F 53-4) (Enclosure 3 of

the Notice to the Meeting) and the Information Memorandum on the Issuance and Allocation of Newly Issued Ordinary Shares of Nusasiri Public Company Limited (Enclosure 4 of the Notice to the meeting) and has also proposed the details of the allocation including offering price under the Offering of the Newly Issued PPO Share Transaction, to the shareholders' meeting for consideration and approval.

The Company has resolved not to allocate such PPO shares to shareholders in the following jurisdictions: the United States, the People's Republic of Bangladesh, the People's Republic of China, the Republic of India, the United Kingdom, the Hong Kong Special Administrative Region, Germany, Malaysia, the Republic of Singapore, the State of Israel, the Islamic Republic of Pakistan, the Kingdom of Denmark, the Swiss Confederation, the Republic of France, and any other jurisdictions that would cause the Company to have obligations under foreign laws as a result of the offering of the PPO share as deemed appropriate by the Company. Should additional countries be included, the Company will announce the updates through the SET's Information Disclosure System.

Moreover, the Company will allocate the newly issued ordinary shares to Eligible Existing Shareholders in proportion to their shareholding in a single round only. In the event that there are any remaining newly issued ordinary shares after the first-round allocation to Eligible Existing Shareholders, the Company will propose to the shareholders' meeting to consider and approve the decrease of the registered capital by canceling the authorized but unissued shares.

In this regard, the Company has set the Record Date for determining the shareholders entitled to subscribe for the newly issued ordinary shares under the Offering of the Newly Issued PPO Share Transaction (Record Date) on 25 December 2024, and has scheduled the subscription period for the newly issued ordinary shares offered to the Eligible Existing Shareholders between 17-23 January 2025 (a total of 5 business days).

Furthermore, the details and conditions for the capital increase and the offering of newly issued ordinary shares to Eligible Existing Shareholders are outlined in the Report Form for Capital Increase (F 53-4) (Enclosure 3 of the Notice to the Meeting) and the Information Memorandum on the Issuance and Allocation of Newly Issued Ordinary Shares of Nusasiri Public Company Limited (Enclosure 4 of the Notice to the Meeting).

Additionally, the Board of Directors deems it appropriate to propose to the shareholders' meeting to consider and approve authorizing the Executive Committee or the Interim Chief Executive Officer the power to consider and determine any necessary and relevant details regarding the Offering of the Newly Issued PPO Share Transaction, provided that such actions do not conflict with or contradict the notifications of the Office of the Securities and Exchange Commission, including but not limited to:

- (1) Determining or amending any necessary and relevant details of the Offering of the Newly Issued PPO Share Transaction, setting the offering date, subscription period, and payment for shares under the scope approved by the shareholders' meeting;
- (2) Signing application forms, waiver requests, notices, and any documents related to the Offering of the Newly Issued PPO Share Transaction, including contacting and submitting applications or waiver requests, and submitting any documents to officials or representatives of any relevant agencies, as well as listing the Company's newly issued ordinary shares on the SET; and
- (3) Undertaking any necessary and relevant actions as appropriate to successfully complete the Offering of the Newly Issued PPO Share Transaction.

The Board of Directors deems it appropriate to propose to the shareholders' meeting to consider and approve the allocation of the Company's newly issued ordinary shares, not exceeding 2,613,244,469 shares with a par value of 1.00 Baht per share to be offered to Eligible Existing Shareholders in proportion to their shareholdings under the Offering of the Newly Issued PPO Share Transaction at the offering price of 0.20 Baht per share (which is a price below the par value) and the relevant delegation of authorization.

The Company invited shareholders to ask questions via 2 channels, which are text message and VDO Conference. The shareholders raised queries, and the Company gathered similar questions to the Chairman and the person designated by the Chairman to address. These questions were summarized at the conclusion of the resolution of this agenda.

Then, the Secretary of the Meeting requested the meeting to cast their votes and informed the meeting that this agenda item requires "a majority vote" of the shareholders attending the meeting and casting their votes, excluding abstentions from the calculation base. In this regard, the shareholders who wish to vote "Agree", "Disagree" or "Abstain", please vote by pressing the voting button in the electronic system. For any attendees who do not vote within the specified time, it will be considered that the meeting attendee "abstains from voting".

Resolution The meeting resolved to approve the allocation of the Company's newly issued ordinary shares, not exceeding 2,613,244,469 shares with a par value of 1.00 Baht per share to be offered to Eligible Existing Shareholders in proportion to their shareholdings under the Offering of the Newly Issued PPO Share Transaction at the offering price of 0.20 Baht per share (which is a price below the par value) and the relevant delegation of authorization, details as presented in all respects, with a majority vote of the shareholders attending the meeting and casting their votes, excluding abstentions from the calculation base. Details are as follows:

Shareholders' Voting	Number (Vote)	Percentage
Agreed	9,265,135,471	92.5648
Disagreed	744,207,379	7.4351
Abstained	254,600	excluding from the calculation base
Total	10,009,342,850	100.0000
Total of meeting attendees	187 Persons	

Summary of Questions-Answers relating to Agenda Item 5.1

No.	Type of Questions	Details	
1	Text message	Question:	Mr. Sangwon Klamchalam (the shareholder) inquired that: Why is there no allocation to foreign shareholders residing abroad?
		Answer:	The Chairman assigned Mr. Varut Taymeya, Deputy Chief Executive Officer, to answer and clarify this question. Mr. Varut then informed the meeting that allocating shares to foreign shareholders residing abroad would impose additional costs on the Company and require compliance with foreign laws. The Company deems it inappropriate to take on these additional expenses.

Agenda Item 5.2 To consider and approve the allocation of not exceeding 2,613,244,469 newly issued ordinary shares with a par value of 1.00 Baht per share to support the exercise of rights under the Warrants to Purchase the Newly Issued Ordinary Shares of the Company No. 6 (NUSA-W6).

The Chairman assigned Mr. Prajak to present this agenda item to the meeting. Mr. Prajak reported that as the Company intends to reward its existing shareholders who are subscribed and paid for the PPO shares under the Offering of the Newly Issued PPO Share Transaction and the NUSA-W6 Warrant Issuance and Allocation Transaction (as the meeting has resolved to approve in Agenda Items 2 and 4 above), the Board of Directors deems it appropriate to propose to the shareholders' meeting to consider and approve the allocation of not exceeding 2,613,244,469 newly issued ordinary shares with a par value of 1.00 Baht per share to support the exercise of rights under the NUSA-W6 Warrants, which are issued and allocated to the shareholders who are subscribed and paid for the PPO shares, in the ratio of 1 newly issued ordinary share subscribed to one unit of NUSA-W6 Warrant. In this case, the Company entitles each unit of NUSA-W6 Warrant can be exercised to purchase 1 newly issued ordinary share of the Company at an exercise price of 0.50 Baht per share.

In this regard, the exercise price for subscribing to newly issued ordinary shares under the NUSA-W6 Warrants, set at 0.50 Baht per share, is below the par value of the Company's shares (1.00 Baht per share). However, as the Company currently has accumulated losses, it falls under the provisions of Section 52 of the PLC Act, similar to the proposal for shareholders' approval in Agenda Item 5.1. which allows the Company to offer shares at a price lower than the registered par value, provided that the following conditions are met: (1) the Company must have been in operation for no less than one year and must have accumulated losses, (2) the offering price must be clearly determined and disclosed in the relevant information memorandum, and (3) the offering must be approved by the shareholders' meeting. Currently, the Company has been operating beyond the period specified in Section 52 of the PLC Act. and has clearly disclosed the exercise price for subscribing to newly issued ordinary shares under the NUSA-W6 Warrants at 0.50 Baht per share in the summary of the Key Features of Warrants to Purchase the Ordinary Shares of Nusasiri Public Company Limited No.6 (NUSA-W6) in Enclosure 2 and the Report Form for Capital Increase (F 53-4) in Enclosure 3 which have been sent to the shareholders for consideration together with the Notice to the Meeting. The Company has also proposed the details of the allocation, including the exercise price for subscribing to newly issued ordinary shares under the NUSA-W6 Warrants, to this shareholders' meeting for consideration and approval.

The Board of Directors deems it appropriate to propose to the shareholders' meeting to consider and approve the allocation of the Company's newly issued ordinary shares, not exceeding 2,613,244,469 shares with a par value of 1.00 Baht per share to support the exercise of rights under the NUSA-W6 Warrants, with exercise price for subscribing to the newly issued ordinary shares under the NUSA-W6 Warrants at 0.50 Baht per share (which is below the par value of the Company's shares), as proposed in all respects.

The Company invited shareholders to ask questions via 2 channels, which are text message and VDO Conference. However, no further questions were raised by the shareholders on this agenda item.

Then, the Secretary of the Meeting requested the meeting to cast their votes and informed the meeting that this agenda item requires "a majority vote" of the shareholders attending the meeting and casting their votes, excluding abstentions from the calculation base. In this regard, the shareholders who wish to vote "Agree", "Disagree" or "Abstain",

please vote by pressing the voting button in the electronic system. For any attendees who do not vote within the specified time, it will be considered that the meeting attendee "abstains from voting".

Resolution The meeting resolved to approve the allocation of not exceeding 2,613,244,469 newly issued ordinary shares with a par value of 1.00 Baht per share to support the exercise of rights under the NUSA-W6 Warrants at the exercise price for subscribing to the newly issued ordinary shares under the NUSA-W6 Warrants totals 0.50 Baht per share (which is below the par value of the Company's shares), details as presented in all respects, with a majority vote of the shareholders attending the meeting and casting their votes, excluding abstentions from the calculation base. Details are as follows:

Shareholders' Voting	Number (Vote)	Percentage
Agreed	9,265,135,471	92.5648
Disagreed	744,207,379	7.4351
Abstained	254,600	excluding from the calculation base
Total	10,009,342,850	100.0000
Total of meeting attendees	187 Persons	

Agenda Item 5.3 To consider and approve the allocation of not exceeding 136,044,764 newly issued ordinary shares with a par value of 1.00 Baht per share to support the adjustment of rights under the Warrants to Purchase the Newly Issued Ordinary Shares of the Company No. 5 (NUSA-W5).

The Chairman assigned Mr. Prajak to present this agenda item to the meeting. Mr. Prajak reported that given that the proposed offering price of the PPO shares compared to the current market price of the Company's ordinary shares, it is possible that the offering price of the Company's newly issued ordinary shares under the Offering of the Newly Issued PPO Share Transaction will be lower than 90% of the market price of the Company's ordinary shares, which falls within Clause 4(b) of the NUSA-W5 Terms and Conditions. As such, it is deemed appropriate to propose to the shareholders' meeting to consider and approve the allocation of not exceeding 136,044,764 newly issued ordinary shares, with a par value of 1.00 Baht per share to support the rights adjustments under the NUSA-W5 Warrants, as mentioned above.

In this regard, the Company has preliminarily calculated the adjusted exercise price, exercise ratio, and the number of newly issued ordinary shares required to support the adjustment of rights for NUSA-W5 Warrants, as specified in Clause 4(b) of the NUSA-W5 Terms and Conditions based on the assumption of the weighted average trading price of the Company's ordinary shares on the SET over the 7 consecutive business days prior to the Board of Directors' resolution to propose the Offering of the Newly Issued PPO Share Transaction to the shareholders' meeting for approval between 4-12 November 2024, which is at 0.261 Baht per share (referenced from www.setsmart.com). However, the Company will be able to accurately calculate the price and ratio for the rights adjustment of the NUSA-W5 Warrants after the first date on which purchasers of the Company's ordinary shares are not entitled to subscribe for the newly issued ordinary shares (XR), which will correspond to 24 December 2024. This is because the calculation of the price and ratio for the rights adjustment of the NUSA-W5 Warrants is based on the "Market Price of the Company's Ordinary Shares" which refers to the weighted average trading price of the Company's ordinary shares on the SET over the past 7 consecutive business days prior to the first date on which purchasers of the Company's ordinary shares are not entitled to subscribe for the

newly issued ordinary shares (XR) in accordance with Clause 4(b) of the NUSA-W5 Terms and Conditions.

The method for calculating the price and ratio for the rights adjustment of the NUSA-W5 Warrants will follow the calculation formula specified in Clause 4(b) of the NUSA-W5 Terms and Conditions. The Company will announce the details of such rights adjustments through the SET's information disclosure system in due course.

In this regard, the Company may set the exercise price for subscribing to the newly issued ordinary shares under the NUSA-W5 Warrants resulting from such rights adjustment at a price that may be set below the par value of the Company's shares (1.00 Baht per share) but not less than 0.01 Baht per share. However, as the Company currently has accumulated losses, it falls under Section 52 of the PLC Act, similar to the proposal for shareholder approval under Agenda Items 5.1 and 5.2. Currently, the Company has been operating beyond the period specified in Section 52 of the PLC Act. and has provided details relating to the rights adjustment of the NUSA-W6 Warrants in the Notice to the Meeting and has proposed details regarding the adjustment of right under the NUSA-W5 Warrants, to this shareholders' meeting for consideration and approval.

The Board of Directors deems it appropriate to propose to the shareholders' meeting to consider and approve the allocation of the Company's newly issued ordinary shares, not exceeding 136,044,764 shares with a par value of 1.00 Baht per share to support the adjustment of rights under the NUSA-W5 Warrants, where the exercise price for subscribing to the newly issued ordinary shares under the NUSA-W5 Warrants resulting from such rights adjustment may be set below the par value of the Company's shares, as proposed in all respects.

The Company invited shareholders to ask questions via 2 channels, which are text message and VDO Conference. However, no further questions were raised by the shareholders on this agenda item.

Then, the Secretary of the Meeting requested the meeting to cast their votes and informed the meeting that this agenda item requires "a majority vote" of the shareholders attending the meeting and casting their votes, excluding abstentions from the calculation base. In this regard, the shareholders who wish to vote "Agree", "Disagree" or "Abstain", please vote by pressing the voting button in the electronic system. For any attendees who do not vote within the specified time, it will be considered that the meeting attendee "abstains from voting".

Resolution The meeting resolved to approve the allocation of not exceeding 136,044,764 newly issued ordinary shares with a par value of 1.00 Baht per share to support the adjustment of rights under the NUSA-W5 Warrants, where the exercise price for subscribing to the newly issued ordinary shares under the NUSA-W5 Warrants, resulting from such rights adjustment, may be set below the par value of the Company's shares but not less than 0.01 Baht per share, details as presented in all respects, with a majority vote of the shareholders attending the meeting and casting their votes, excluding abstentions from the calculation base. Details are as follows:

Shareholders' Voting	Number (Vote)	Percentage
Agreed	9,265,135,471	92.5648
Disagreed	744,207,379	7.4351
Abstained	254,600	excluding from the calculation base
Total	10,009,342,850	100.0000
Total of meeting attendees	187 Persons	

Agenda Item 6 To consider and approve the amendment of the Company's name, seal, and Clause 1 of the Company's Memorandum of Association to reflect the amendment of the Company's name.

The Chairman assigned the Secretary of the Meeting to present this agenda item to the meeting. The Secretary of the Meeting reported to the meeting that as the Company has reviewed its organizational branding under the leadership of the new Board of Directors and management team, it may undertake a rebranding or change the Company's name to establish a new corporate image. Therefore, the Board of Directors deems it appropriate to propose to the shareholders' meeting to consider and approve the amendment of the Company's name, seal, and Clause 1 of the Company's Memorandum of Association to reflect the amendment of the Company's name, with the following details.

(1) Change of the Company's name as follows:

	<u>Current</u>	<u>Change to</u>
Thai	บริษัท นุศาสิริ จำกัด (มหาชน)	บริษัท สเตลล่า เอ็กซ์ จำกัด (มหาชน)
English	Nusasiri Public Company Limited	Stella X Public Company Limited

(2) Change of the Company's seal to reflect with the change of the Company's name as follow:



(3) Amendment of Clause 1 of the Company's Memorandum of Association to reflect the amendment of the Company's name. The current clause shall be revoked and replaced with the following:

<u>As is</u>	Thai Name	บริษัท นุศาสิริ จำกัด (มหาชน)
	English Name	Nusasiri Public Company Limited
<u>To be</u>	Thai Name	บริษัท สเตลล่า เอ็กซ์ จำกัด (มหาชน)
	English Name	Stella X Public Company Limited

Additionally, the Board of Directors deems it appropriate to propose to the shareholders' meeting to consider and approve the delegation of authority to a designated person appointed by the authorized directors, to sign binding documents on behalf of the Company for registering the amendments to the Company's name, seal, and the Company's Memorandum of Association with the Department of Business Development and will have the authority to revise and adjust wording as necessary to comply with the registrar's directives.

Moreover, the company will change its stock ticker from "NUSA" to "STELLA" after the shareholders' meeting approves the amendment of the Company's name, seal, and the Company's Memorandum of Association and the Article of Association and such changes are duly registered with the Department of Business Development, Ministry of Commerce. The effective date for the change of stock ticker will be in accordance with the regulations of the SET.

The Company invited shareholders to ask questions via 2 channels, which are text message and VDO Conference. The shareholders raised queries, and the Company gathered similar questions to the Chairman and the person designated by the Chairman to address. These questions were summarized at the conclusion of the resolution of this agenda.

Then, the Secretary of the Meeting requested the meeting to cast their votes and informed the meeting that this agenda item requires a vote of “no less than three-fourths” of the total votes of the shareholders attending the meeting and entitled to vote, including abstentions in the calculation base. In this regard, the shareholders who wish to vote “Agree”, “Disagree” or “Abstain”, please vote by pressing the voting button in the electronic system. For any attendees who do not vote within the specified time, it will be considered that the meeting attendee “abstains from voting”.

Resolution The meeting resolved to approve the amendment of the Company's name, seal, and Clause 1 of the Company's Memorandum of Association to reflect the amendment of the Company's name and the relevant delegation of authorization, details as presented in all respects, with a vote of no less than three-fourths of the total votes of the shareholders attending the meeting and casting their votes, including abstentions in the calculation base. Details are as follows:

Shareholders' Voting	Number (Vote)	Percentage
Agreed	9,278,563,911	92.6966
Disagreed	730,778,939	7.3007
Abstained	254,600	0.0025
Total	10,009,597,450	100.0000
Total of meeting attendees	187 Person	

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Summary of Questions-Answers relating to Agenda Item 6



No.	Type of Questions	Details	
1	Text message	Question:	Mr. Parinya Somprasong (the shareholder) inquired that: Will the company operate differently after the name change?
		Answer:	The Chairman assigned Mr. Nuttpasint Chet-Udomlap (“ Mr. Nuttpasint ”), Interim Chief Executive Officer, to answer this question. Mr. Nuttpasint then informed the meeting that Stella X’s directions are to focus on building its business based on its existing foundations while enhancing synergy across all business groups. This aims to create products and services that elevate the Living Ecosystem, encompassing not only the residential sector but also healthcare, renewable energy, and basic infrastructure systems to ensure business sustainability. Operations will be managed professionally and efficiently by the current management team who

No.	Type of Questions	Details	
			will continuously strive for improvements to elevate Stella X going forward.

Agenda Item 7 To consider and approve the amendment of Articles 1, 2, 25, and 61 of the Company's Articles of Association

The Chairman assigned the Secretary of the Meeting to present this agenda item to the meeting. The Secretary of the Meeting reported that as the meeting has resolved to approve the amendment of the Company's name and corporate seal, as detailed in Agenda Item 6 above, and to align with the directors' authority as specified in the Company's affidavit, it is deemed appropriate to propose to the shareholders' meeting to consider and approve the amendments to the Company's Articles of Association as follows:

Article	Original	Amended
1	These Articles of Association are called the Articles of Association of Nusasiri Public Company Limited	These Articles of Association are called the Articles of Association of Stella X Public Company Limited.
2	The word "Company" used in these Articles of Association means Nusasiri Public Company Limited.	The word "Company" used in these Articles of Association means Stella X Public Company Limited.
25	<p>The Board of Directors is responsible for managing all affairs of the Company and has the authority and duties to operate within the scope of the law, objectives, and Articles of Association of the Company, and according to the resolutions of the general meeting of shareholders, and has the authority to perform any acts as specified in the Memorandum of Association or related thereto. The Board of Directors may delegate one or more persons to perform any acts on behalf of the Board of Directors.</p> <p>The number or names of directors who can sign to bind the Company are any two directors jointly signing with the Company seal affixed, except in the case of signing to attend meetings to cast votes in meetings of housing estate juristic persons or condominium juristic persons (as the case may be), including signing any related documents, and including acting as a representative or appointing a representative of the Company to be a director in the housing estate juristic person or condominium</p>	<p>The Board of Directors is responsible for managing all affairs of the Company and has the authority and duties to operate within the scope of the law, objectives, and Articles of Association of the Company, and according to the resolutions of the general meeting of shareholders and has the authority to perform any acts as specified in the Memorandum of Association or related thereto. The Board of Directors may delegate one or more persons to perform any acts on behalf of the Board of Directors.</p> <p>The number or names of directors who can sign to bind the Company are any two directors jointly signing with the Company seal affixed.</p> <p>In this regard, the determination of the names of directors authorized to sign and bind the Company may be decided by a resolution of either the shareholders' meeting or the board of directors' meeting.</p>

Article	Original	Amended
	<p>juristic person (as the case may be), any one director may sign with the Company seal affixed. The determination of the names of directors who can sign to bind the Company may be determined by a resolution of the shareholders' meeting or the Board of Directors' meeting.</p>	
61	<p>The Company's seal shall be as follows:</p> 	<p>The Company's seal shall be as follows:</p> 

Additionally, the Board of Directors deems it appropriate to propose to the shareholders' meeting to consider and approve the delegation of authority to a designated person appointed by the authorized directors, to sign binding documents on behalf of the Company for registering the amendments to the Company's Articles of Association with the Department of Business Development and will have the authority to revise and adjust wording as necessary to comply with the registrar's directives.

The Board of Directors is also rendered to propose to the shareholders' meeting to consider and approve the amendment of Articles 1, 2, 25, and 61 of the Company's Articles of Association and the relevant delegation of authorization, as proposed in all respects.

The Company invited shareholders to ask questions via 2 channels, which are text message and VDO Conference. However, no further questions were raised by the shareholders on this agenda item.

Then, the Secretary of the Meeting requested the meeting to cast their votes and informed the meeting that this agenda item requires a vote of "no less than three-fourths" of the total votes of the shareholders attending the meeting and entitled to vote, including abstentions in the calculation base. In this regard, the shareholders who wish to vote "Agree", "Disagree" or "Abstain", please vote by pressing the voting button in the electronic system. For any attendees who do not vote within the specified time, it will be considered that the meeting attendee "abstains from voting".

Resolution The meeting resolved to approve the amendment of Articles 1, 2, 25, and 61 of the Company's Articles of Association, and the relevant delegation of authorization, details as proposed in all respects, with a vote of no less than three-fourths of the total votes of the shareholders attending the meeting and entitled to vote, including abstentions in the calculation base. Details are as follows:

Shareholders' Voting	Number (Vote)	Percentage
Agreed	9,265,135,511	92.5625
Disagreed	744,207,339	7.4349
Abstained	254,600	0.0025

Shareholders' Voting	Number (Vote)	Percentage
Total	10,009,597,450	100.0000
Total of meeting attendees	187 Persons	

Agenda Item 8 To consider other business

The Chairman asked the Secretary of the Meeting to present the details of this agenda to the shareholders' meeting.

The Secretary of the Meeting then informed the meeting that the meeting had completely considered the agenda items as specified in the Notice to the Meeting, and there was no shareholder proposed any other matters other than those specified in the Notice to the Meeting. However, there were shareholders inquired additional questions to the meeting as follows:

No.	Type of Questions	Details	
1	Text message	Question:	Mr. Boonyong Malisorn (the shareholder) inquired that: Please clarify the facts regarding why the SET placed SP and CS signs on NUSA.
		Answer:	The Chairman assigned Mr. Prajak, Assistant Chief Executive Officer of Accounting and Finance, to answer this question. Mr. Prajak then informed the meeting that, as disclosed in the public presentation prepared by the Company on 6 December 2024, the SP and CS signs were placed on NUSA because the 2023 annual financial statements and the Q3/2024 financial statements had not yet been adjusted for issues related to allegations by the Securities and Exchange Commission ("SEC") against former directors and executives of the Company. The allegations involved fraudulent investments in overseas hotels at significantly inappropriate prices, the sale of NUSA condominium units at prices below appraisal value, and the transfer of funds from NUSA to accounts of related parties. The SEC then instructed the Company to revise its financial statements to ensure accurate representation. Subsequently, the Company revised its financial statements for fiscal year 2023 and Q3/2024. These revisions, audited and reviewed by an approved auditor, were disclosed publicly through the SET's listed company information disclosure system on 4 December 2024. Key details include: <ol style="list-style-type: none">1. Condominium Sale Below Appraised Value: The Company was not required to make further adjustments to the financial statements for fiscal year 2023 and Q3/2024, as the financial impact had already been recognized by the Company at the time of the transactions.2. Impairment Losses on Investments: The group recorded impairment

No.	Type of Questions	Details	
			<p>losses on deposits for overseas investments amounting to 728 million Baht and 687 million Baht in the consolidated financial statements for fiscal year 2023 and Q3/2024, respectively. Additionally, the Company recorded an allowance for impairment of investments in subsidiaries amounting to 620 million Baht in the separate financial statements for fiscal year 2023 and Q3/2024, as detailed in Note 43 (FY2023) and Note 30 (Q3/2024) of the financial statements.</p> <p>After these adjustments to the financial statements, the approved auditor revised their opinion on the Company's financial statements for fiscal year 2023 and Q3/2024. While the original opinion included conditions regarding the complexity of the structure of the hotel seller, trademarks, and various licenses in Germany, as well as the fraudulent sale of the company's condominium units below their appraised value, the revised opinion removed these conditions but included remarks regarding the complexity of the structure of the hotel seller, trademarks, and various licenses in Germany, and the fraudulent sale of the Company's condominium units below their appraised value.</p> <p>As of now, the SET has removed the SP and CS signs from NUSA.</p>
2	Text message	Question:	Mr. Piyapong Prasartthong (the shareholder) inquired that: What is the idea behind the name 'Stella X'?
		Answer:	<p>The Chairman assigned Mr. Nuttpasint, Interim Chief Executive Officer, to answer and clarify this question.</p> <p>Mr. Nuttpasint then informed the meeting that the name 'Stella' literally means 'star,' which aligns with the Company's direction to elevate overall quality of life, which was previously focused solely on the residential business. The Company will now integrate other businesses to create synergy.</p>
3	Text message	Question:	Mr. Piyapong Prasartthong (the shareholder) inquired that: What is the progress of the lawsuit filed by the Company against its former executives and directors?
		Answer:	<p>Ms. Nuttpasint assigned Mr. Varut, Deputy Chief Executive Officer, to answer and clarify this question.</p> <p>Mr. Varut then informed the meeting that as the SEC office has filed complaints against former directors and executives regarding the overseas hotel acquisition transactions, the Board of Directors has resolved to file civil and criminal lawsuits against all directors who participated in approving these transactions. This is to safeguard the interests of the Company and all shareholders by seeking compensation for damages incurred by the Company. The case is currently in the process of filing complaints with the</p>

No.	Type of Questions	Details	
			inquiry officers. As for the lawsuit itself, it is in the stage of gathering petitions and evidence.

The Chairman then assigned Mr. Manop Thanomkitti, Vice Chairman of the Board of Directors, Independent Director, and Chairman of the Audit Committee, to thank all shareholders for taking the time to attend the meeting and for providing their comments and suggestions. The meeting was declared closed at 15:58 hrs.

Signed - *Signature* - Chairman of the Meeting
(Mr. Noppol Milinthanggoon)

The Company's 2024 annual report, 56-1 form (One Report)



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A copy of the 2024 yearly financial statement for the fiscal year ended December 31st, 2024

STELLA X PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES
(FORMERLY NUSASIRI PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES)

T H A I L A N D

FINANCIAL STATEMENTS
FOR THE YEAR ENDED DECEMBER 31, 2024
AND
INDEPENDENT AUDITOR'S REPORT

EXPRESSED IN
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Background of directors who are due to retire by rotation nominated for re-election for another term of office

Name	Mr. Noppol Milinhangoon
Age	71
Date of Appointment	17 November 2023
Type of Director	Chairman of the Board of Directors Independent Director
Profile and Experience	 <p>Work experience in the past 5 years</p> <ul style="list-style-type: none"> ▪ Chairman of the Board of Directors, T Utilities Company Limited ▪ Chairman of the Board of Directors, Chairman of the Risk Management Committee, and Independent Director, Wind Energy Holding Co., Ltd. ▪ Chairman of the Board of Directors and Independent Director, SCI Electric Public Company Limited ▪ Chairman of the Executive Committee, Director, and Chief Executive Officer, PKN Inter holding Public Company Limited
Educational and training program related to the responsibilities	<ul style="list-style-type: none"> ▪ Master's degree of Engineering, Nuclear Technology, Chulalongkorn University ▪ Bachelor degree of Engineering, Electrical Engineering (Honors), Chulalongkorn University ▪ Director Training Program, Thai Institute of Directors Association ▪ Successful Formulation & Execution of Strategy Program (SFE), Class 44/2024 ▪ Director's Guide to Legal Obligations and Duties Program, Class 3/2024 ▪ Board Matters and Trends (BMT), Class 7/2019 ▪ Board Nomination and Compensation Program (BNCP), Class 3/2018 ▪ Director Certification Program (DCP), Class 71/2007 ▪ Ethical Leadership Program (ELP), Class 7/2017 ▪ Role of the Chairman Program (RCP), Class 40/2017 ▪ Boards that Make a Difference Program (BMD), Class 4/2017 ▪ Certificate, ASEAN Executive Management Program, Class 2 ▪ Certificate, The Executive Program in Energy Literacy for a Sustainable Future (TEA), Class 1, Thailand Energy Academy ▪ Certificate, Advanced Security Management Program, Class 2, National Defense College Association ▪ Certificate, Senior Executive Program, Class 9, Capital Market Academy

	<ul style="list-style-type: none"> ■ Certificate, Advanced Certificate Course in Public Economics Management for Executives (PEM), Class 5, King Prajadhipok's Institute ■ Certificate, Financial Market Knowledge for Decision-Making Program for Senior Executives, Continuing Education Center, Chulalongkorn University ■ Certificate, Senior Executive Development Program-1, GE, United States ■ Certificate, Senior Executive Development Program-2, International Human Resource Development Foundation ■ Certificate, ASEAN Executive Development Program (AEDP), Thammasat Business School, Thammasat University ■ Certificate, Senior Police Management Program, Cohort 22, Institute of Police Administration Development
<p>Shareholding in the Company, including the shares held by the spouse and minor children</p>	<p>-None-</p>
<p>Family relationships between other directors, executives, or major shareholders</p>	<p>-None-</p>
<p>Disqualifying relationships for independent directors</p>	<p>-None-</p>
<p>Meeting attendance in the previous year</p>	<p>Board of Directors: 11 out of 11 sessions</p>


Background of directors who are due to retire by rotation nominated for re-election for another term of office

Name	Mr. Chatchai Payuhanaveechai	
Age	64	
Date of Appointment	17 November 2023	
Type of Director	<ol style="list-style-type: none"> 1. Independent Director 2. Audit Committee 3. Chairman of Nomination and Remuneration Committee 	
Profile and Experience	<ul style="list-style-type: none"> ▪ Advisor to the Minister of Social Development and Human Security ▪ Chairman of the Board of Directors and Director, Origin Property Public Company Limited ▪ Chairman of the Nomination and Remuneration Committee and Director, Wind Energy Holding Company Limited ▪ Chairman of the Board of Directors, Chairman of Executive Committee, and Director, Takuni Group Public Company Limited ▪ Director, Lakhong Co., Ltd ▪ Company Advisory, Platinum Fruit Company Limited ▪ Director, Amata VN Public Company Limited ▪ Director, Insurverse Public Company Limited ▪ Chairman of the Board of Directors, Park Luxury Company Limited ▪ Chairman of the Board of Directors, Origin Condo Company Limited ▪ Advisor to the Chief Executive Officer, CP All Public Company Limited ▪ Advisor to the Chairman of the Board of Directors, Dhipaya Insurance Public Company Limited ▪ Chairman of the Board of Directors, Platinum Fruit Company Limited ▪ Chairman of the Board of Directors, Food Orderly Company Limited ▪ Director, Government Savings Bank ▪ Director, Dhipaya Insurance Public Company Limited ▪ Director, Dhipaya Life Assurance Public Company Limited ▪ Director, MFC Asset Management Public Company Limited ▪ Executive Vice President, Kasikornbank Public Company Limited ▪ Director, Kasikorn Leasing Company Limited 	


	<ul style="list-style-type: none"> ▪ Secretary-General, Housing Finance Association ▪ Advisor to the Public Participation Committee, National Assembly ▪ Advisory Board Member, Social Security Office ▪ Investment Advisory Board Member, Social Security Office ▪ Honorary Advisor, Real Estate Sales and Marketing Association ▪ Subcommittee on Investment Management, Social Security Fund, Ministry of Labour ▪ Vice Chairman, Dhipaya Life Assurance Public Company Limited ▪ Expert Director, National Village and Urban Community Fund Office ▪ Honorary Advisor, Energy Regulatory Commission ▪ Advisor, Subcommittee to Study the Establishment of the Prison Industrial Estate, Department of Corrections ▪ Director, Foundation for Good Governance on Medicine ▪ Honorary Board Member, Burapha University Council ▪ Executive Committee Member, Thammasat University Alumni Office, Thammasat University ▪ President, Alumni Association, Faculty of Commerce and Accountancy, Thammasat University ▪ Honorary Advisor, MBA Alumni Association, Faculty of Commerce and Accountancy, Chulalongkorn University
<p>Educational and training program related to the responsibilities</p>	<ul style="list-style-type: none"> ▪ Honorary Doctorate in Business Administration, Thammasat University ▪ Ph.D. in Philosophy (Public Administration), Eastern Asia University ▪ Honorary Doctorate in Business Administration, Suan Sunandha Rajabhat University ▪ Honorary Doctorate in Arts (Finance and Banking), Sripatum University ▪ Honorary Doctorate in Arts (Public Policy and Management), Kasembundit University ▪ Honorary Doctorate in Business Administration (Management), Rajamangala University of Technology Lanna ▪ Master of Business Administration (MBA), Faculty of Commerce and Accountancy, Chulalongkorn University ▪ Bachelor of Business Administration (BBA), Faculty of Commerce and Accountancy, Thammasat University ▪ Director Certification Program, Class 116/2009 (DCP), Thai Institute of Directors

	<p>Association (IOD)</p> <ul style="list-style-type: none"> ■ Certificate, Senior Executive Management Program (AMM) Class 2, Graduate School of Public Administration, National Institute of Development Administration (NIDA) ■ Certificate, Senior Executive Judicial Process Management Program, Class 21, Justice College, Ministry of Justice ■ Certificate, Senior Executive Program, Class 22, Capital Market Academy ■ Certificate, Public Administration and Public Law Management Program, Cohort 6 (PRM), King Prajadhipok's Institute ■ Certificate, Good Governance for Medical Executives Program, Class 2 (GMP), King Prajadhipok's Institute and Medical Council ■ Certificate, Special Program for Senior Leaders in Politics and Administration to Support the Royal Initiative of His Majesty the King, Class 1 (SMP), Pillars for the Land Foundation (Thailand) ■ Certificate, Pillars for the Land Senior Leadership Program Based on the Royal Initiative of His Majesty the King, Class 2 (SMP), Pillars for the Land Foundation (Thailand)
<p>Shareholding in the Company, including the shares held by the spouse and minor children</p>	<p>0.02% (as of December 31, 2024)</p>
<p>Holding a position in other listed companies</p>	<p>-None-</p>
<p>Family relationships between other directors, executives, or major shareholders</p>	<p>-None-</p>
<p>Meeting attendance in the previous year</p>	<ol style="list-style-type: none"> 1. Audit Committee: 7 out of 9 sessions 2. Board of Directors: 10 out of 11 sessions 3. Nomination and Remuneration Committee: 2 out of 4 sessions

Background of directors who are due to retire by rotation nominated for re-election for another term of office

Name	Mr. Pradej Kitti-Itsaranon	
Age	73	
Date of Appointment	17 November 2023	
Type of Director	<ol style="list-style-type: none"> 1. Chairman of Executive Committee 2. Director 	
Profile and Experience	<ul style="list-style-type: none"> ▪ Chairman of Executive Committee and Director, Wind Energy Holding Co., Ltd. 	
Educational and training program related to the responsibilities	<ul style="list-style-type: none"> ▪ Bachelor's degree in engineering, Diploma in Electrical Power, Chulalongkorn University, with License for Professional Practice of Senior Professional Engineer No. KorWor, specializing in Electrical Power Engineering, Registration No. WorForPor 418 ▪ Senior Executive Program, Capital Market Academy, Class 6 ▪ Director Certification Program (DCP), Thai Institute of Directors Association (IOD) ▪ Mini MBA, Kasetsart University, Class 14 	
Shareholding in the Company, including the shares held by the spouse and minor children	8.70% (as of December 31, 2024)	
Family relationships between other directors, executives, or major shareholders	Mr. Puwassitt Chet-Udomlap (Director) is the husband of the daughter	
Meeting attendance in the previous year	<ol style="list-style-type: none"> 1. Executive Committee: 8 out of 13 sessions 2. Board of Directors: 11 out of 11 sessions 	

Background of directors who are due to retire by rotation nominated for re-election for another term of office

Name	Mr. Nuttpasint Chet-Udomlap	
Age	33	
Date of Appointment	17 November 2023	
Type of Director	<ol style="list-style-type: none"> 1. Director 2. Executive Committee 	
Profile and Experience	<ul style="list-style-type: none"> ▪ Chief Executive Officer, Director, and Executive Director, Wind Energy Holding Co., Ltd. ▪ Chairman of the Enterprise Risk Management Committee, Investment Committee, Director, and Nomination and Remuneration Committee, Demco Public Company Limited ▪ Chairman and Director, Aeolus Power Co., Ltd. ▪ Chairman and Director, Watabak Wind Co., Ltd. ▪ Director, Thana Power Holding Co., Ltd. ▪ Director, World Medical Alliance (Thailand) Co., Ltd. ▪ Director, Wind Energy Holding (Hong Kong) Limited ▪ Director, First Korat Wind Co., Ltd. ▪ Director, Bamnet Narong Wind Co., Ltd. ▪ Director, Dan Khun Thot Wind One Co., Ltd. ▪ Director, Dan Khun Thot Wind Two Co., Ltd. ▪ Director, WEH Solar One Co., Ltd. ▪ Director, WEH Solar Two Co., Ltd. ▪ Director, Thana Renewables One Co., Ltd. ▪ Director, Thana Renewables Two Co., Ltd. ▪ Director, Thana Renewables Three Co., Ltd. ▪ Director, Thana Renewables Four Co., Ltd. ▪ Director, Thana Renewables Five Co., Ltd. 	
Educational and training program	<ul style="list-style-type: none"> ▪ Master of Public Administration, Harvard Kennedy School, Harvard University, USA ▪ Master of Finance, Wharton School, University of Pennsylvania, USA 	

related to the responsibilities	<ul style="list-style-type: none"> ■ Bachelor of Economics, Major in Quantitative Economics, First Class Honors, Chulalongkorn University ■ Completed the Directors Accreditation Program (DAP) 179/2021, Thai Institute of Directors Association (IOD)
Shareholding in the Company, including the shares held by the spouse and minor children	0.36% (as of December 31, 2024)
Family relationships between other directors, executives, or major shareholders	-None-
Meeting attendance in the previous year	<ol style="list-style-type: none"> 1. Board of Directors: 11 out of 11 sessions 2. Board of Executive Committee: 10 out of 13 sessions

Information of Directors' Remuneration

Unit: baht

No.	Directors' Remuneration	2021	2022	2023	2024	2025	Remarks
1	Monthly remuneration						
	1.1 Chairman of the Board of Directors	30,000.00	30,000.00	30,000.00	30,000.00	30,000.00	Per month/person
	1.2 Members of the Board of Directors	25,000.00	25,000.00	25,000.00	25,000.00	25,000.00	
2	Meeting allowance						
	2.1 Chairman of the Board of Directors	25,000.00	25,000.00	25,000.00	25,000.00	25,000.00	Per attendance/person
	2.2 Members of the Board of Directors	20,000.00	20,000.00	20,000.00	20,000.00	20,000.00	
	2.3 Chairman of the Audit Committee	25,000.00	25,000.00	25,000.00	25,000.00	25,000.00	
	2.4 Members of the Audit Committee	20,000.00	20,000.00	20,000.00	20,000.00	20,000.00	
	2.5 Chairman of the Nomination and Remuneration Committee	12,500.00	12,500.00	12,500.00	12,500.00	12,500.00	
	2.6 Members of the Nomination and Remuneration Committee	10,000.00	10,000.00	10,000.00	10,000.00	10,000.00	
	2.7 Chairman of the Sustainability and Risk Management Committee	-	-	-	12,500.00	12,500.00	
	2.8 Members of the Sustainability and Risk Management Committee	-	-	-	10,000.00	10,000.00	
	2.9 Chairman of the Executive Committee	-	-	-	25,000.00	25,000.00	
2.10 Members of the Executive Committee	-	-	-	20,000.00	20,000.00		
3	Health check-ups and medical treatment	200,000.00	200,000.00	200,000.00	300,000.00	300,000.00	Per person/year

No.	Directors' Remuneration	2021	2022	2023	2024	2025	Remarks
							(Benefits shall be used only at the group companies)
4	Bonus	0.25 percent	0.75 percent			0.75 percent	Of the net profit, provided that the Company has profits, but not exceeding the maximum amount of THB 500,000 per person per year
5	Accident insurance and health insurance premium	None		Not exceeding 100,000.00 baht		Not exceeding 100,000.00 baht	Per person / year
6	Special conflict of interests or other benefits	None of the directors has a special conflict of interest or other benefits compared with other directors.					-
Maximum amount as approved by the shareholders' meeting		5.50	5.50	7.50	10.00	10.00	Million baht / year
Number of directors positioned throughout the year		7	9	9	17	10	person
Actual amount		4.09	4.58	7.26	7.54	NA	Million baht per year
Percentage (actual amount / maximum amount)		74.36	61.07	96.80	75.38	NA	

(Translation)

Company Objectives

of

.....Stella X Public Company Limited.....

The objectives of the company comprise of 64 items, as follows:

- (1) To engage in all types of industries and handicrafts, such as textile manufacturing, garment production, spinning factories, fabric dyeing and printing factories, and other related industries;
- (2) To purchase, procure, accept, lease, hire-purchase, acquire ownership, possess, improve, use, and manage in other manner of any properties and interests thereon, including sale of land, land allocation for residential, commercial and industrial purposes, by subdividing land into plots with buildings or selling the land only, including the development of commercial buildings, dormitories, flats, condominiums, clubs, clubhouses for recreational purposes, clubhouses for fitness centers and health centers, beachfront properties, and other types of buildings, which may be leased, hired, or sold;
- (3) To engage in the business of importing and exporting for all types of goods;
- (4) To engage in the business of trading for all types of goods, such as thread, fabric, ready-to wear clothing, clothes, equipment, and machinery which will be used for spinning, weaving, dyeing fabric, and printing patterns;
- (5) To own land, buildings, rubber plantations, and mining operations for the business activities of the company, and not for the purpose of profit from land trading;
- (6) To act as agent, commission agent, and broker for domestic and international businesses, as well as to establish branch offices, appoint agents, commission agents, and brokers at various locations, both in and outside Thailand (except for the business of insurance, member solicitation for associations, and securities trading);
- (7) To be a shareholder in private limited companies, or public limited companies, or to be a limited partnership in any other limited partnership, irrespective of whether the objectives of such companies or such partnerships align with the company's objective;
- (8) To borrow money from commercial banks, other financial institutions, juristic person, or other individuals, and to pledge, mortgage, or sale with right of redemption of land, warehouse, constructions, goods and assets of the company as the collateral for such credit;
- (9) To establish industrial factories for spinning, fabric dyeing, and fabric pattern printing, among other related industries;
- (10) To engage in business as a guarantor for debts, liabilities, and the performance of other parties under the contracts, including guaranteeing for individuals who travel into the country or travel abroad in accordance with immigration laws, tax laws, and other relevant laws;

(Translation)

Company Objectives

of

.....Stella X Public Company Limited.....

The objectives of the company comprise of 64 items, as follows:

- (11) To hold or possess, or seek to acquire and dispose of, by purchasing, selling, exchanging, giving, accepting, hire-purchasing, selling with the right of redemption, purchasing with the right of redemption, mortgaging, pledging, renting, sub-renting, or leasing or subleasing of rights or ownership or leasing rights for land, constructions, factories, machinery, elevators, air conditioning units, electrical appliances, vehicles, furniture, and other similar assets except in the business of credit fancier, as well as to accept mortgages and sell assets as collateral for employees or staffs' employment, to secure the sale of goods or services provided by the company, and to secure repayment of loans for the welfare of employees or staffs;
- (12) The company has the authority to issue shares at a price higher than the par value of the shares;
- (13) The company has the right to issue and offer for sale any type of securities of the company to individuals or the general public in accordance with the securities and exchange laws;
- (14) To engage in all activities related to textiles that may arise from the company's commercial and to undertake any other actions to achieve the company objective as mentioned above or which the company may modify, adjust, or add in the future;
- (15) To purchase, procure, accept, rent, hire-purchase, acquire an ownership, possess, improve, use and otherwise manage assets and interests thereon;
- (16) To establish a branch office or appoint a representative within and outside country;
- (17) To engage in business of vegetable oil extraction factories, rice mills, sugar factories, ice factories, ready-to-eat food manufacturing factories, and beverage manufacturing factories;
- (18) To engage in business of wood processing and drying factories, sawmills, and factories for producing doors and windows;
- (19) To engage in business of paper factories, printing factories, book printing for sales and newspaper publishing;
- (20) To engage in business of factories for manufacturing and molding automotive tread, rubber molding factories, and factories producing plastic goods;
- (21) To engage in business of glass factories, ceramic and glazing manufacturing factories, and pottery manufacturing factories;
- (22) To engage in business of steel manufacturing factories, metal rolling and smelting factories, zinc factories, automobile assembly factories, and automobile body manufacturing factories;
- (23) To engage in business of gas production factories;

(Translation)

Company Objectives

of

.....Stella X Public Company Limited.....

The objectives of the company comprise of 64 items, as follows:

- (24) To engage in business of rock blasting and crushing;
- (25) To engage in business of mining, mineral smelting factories, mineral separation, mineral processing, mineral smelting, mineral refining, mineral exploration, mineral analysis and inspection, mineral grinding, mineral transportation, and salt farming;
- (26) To engage in the business of trading live animals, meat cut, frozen meat and canned;
- (27) To engage in the business of trading all types of rice, corn, cassava, cassava pellets, coffee, cashew nuts, nuts, sesame, castor, palm oil, jute, cotton, kapok, farm crop, products from such goods, lac, animal skin, animal horns, wood, minerals, rubber, raw rubber, or any other type of rubber produced or derived from any part of the rubber tree, non-timber forest product, herbs and other agricultural crops;
- (28) To engage in the business of trading all types of vegetables, fruits, shoot, pepper, garden plants, beverage, drinking water, mineral water, juices, fresh food, dry food, ready-to-eat food, canned seafood, canning, seasoning, sauce, sugar, vegetable oil, animal feeds and other foodstuffs;
- (29) To engage in the business of trading housing materials and furnishings, furniture, glassware, kitchenware, refrigerator, air conditioning, air purifier, fan, ventilation fan, electric rice cooker, electric iron, heating machine, chiller, microwave oven, electrical appliances, including spare parts and the equipment of such goods;
- (30) To engage in the business of trading all types of construction materials, equipment and tools for construction, all types of tools, paint, paint tools, building decorator, steel ware, copper ware, brass ware, porcelain ware, sanitary ware, water supply, including spare parts and the equipment of such goods;
- (31) To engage in the business of trading machine, engine, mechanical tools, labor-saving machine, vehicles, electricity generator, pump, wastewater treatment machines and garbage disposal machines;
- (32) To engage in the business of trading fuel, coal, other products generated energy and petrol station;
- (33) To engage in the business of trading medicine, curing and preventive medicines, medical equipment, chemical products, medical devices, scientific devices, fertilizer, pesticide, plant and animal additives;
- (34) To engage in the business of trading cosmetic, beauty tools and equipment;
- (35) To engage in the business of trading paper, stationery, textbooks, printed books, books, instructional supplies, photography and movie equipment, calculating machines, printers, printing supplies,

(Translation)

Company Objectives

of

.....Stella X Public Company Limited.....

The objectives of the company comprise of 64 items, as follows:

- publication, newspaper, filing cabinets, office supplies, communication tools, computers, including spare parts and the equipment of such goods;
- (36) To engage in the business of trading gold, copper red, silver, diamonds, gems and other jewelry, including the artificial making thereof;
- (37) To engage in the business of trading polyethylene resin, plastics or other similar objects either raw materials or finished products;
- (38) To engage in the business of trading artificial rubber, artificial materials, such objects or goods by the scientific method;
- (39) To engage in the business of bidding for the sale of goods or offering services under all objectives of the company for an individual, a group of persons, a juristic person, a government agency, and a government organization within and outside Thailand;
- (40) To engage in the business of construction of buildings, commercial buildings, residential buildings, office spaces, roads, bridges, dams, tunnels, and all types of other construction and civil engineering works;
- (41) To engage in the business of operating hotels, restaurants, bars, and nightclubs;
- (42) To engage in the business of transportation and loading of goods and passengers on land, water and air both domestic and overseas, as well as rendering customs clearance services and all kind of freight arrangement services;
- (43) To engage in the business of tour operations, including all businesses related to tourism.
- (44) To engage in the business of collection, compilation, preparation, printing and publication of statistics and data regarding agriculture, industry, commerce, finance, marketing, as well as analyzing and evaluation of such businesses operation;
- (45) To engage in business of rendering legal, accounting, engineering, architectural and advertising services;
- (46) To render services as consultants and advisers in connection with management of commercial and industrial operations including production, marketing and distribution;
- (47) To engage in the business of manager and trustee services to collect interests and manage properties of others;
- (48) To engage in the business of private hospital, clinic, rendering service of curing the patients, teaching and training in term of medical and public health;

(Translation)

Company Objectives

of

.....Stella X Public Company Limited.....

The objectives of the company comprise of 64 items, as follows:

- (49) To engage in the business of production and distribution of movies, cinema, and other theaters, resort, sports stadium, swimming pool, bowling alley;
- (50) To engage in the business of repairing, maintenance, inspection, flusing, rust-proof spraying for all type of vehicles services, including installation, testing, and fixing all type disaster prevention equipment;
- (51) To engage in the business of laundry services, hair cutting, hair styling, and beauty enhancement;
- (52) To engage in the business of rendering service shooting, printing, developing and enlarging of photo including documents;
- (53) To engage in the business of private hospitals, clinics, rendering service of curing the patients, teaching and training in term of medical, public health, clinics, or beauty institutes;
- (54) To engage in the franchise business as specified in the objectives;
- (55) To engage in the business of schools at all educational levels, including universities, as well as educational and training services to enhance knowledge and skills in various fields for the general public (subject to approval from relevant authorities);
- (56) To engage in the business of beauty enhancement and hair salons for men, women, and the general public, including providing training and courses for those interested;
- (57) To borrow and to lend money or provide credit facilities by any other means with or without collateral, including accepting, issuing, transferring and endorsing bills of exchange or any other types of transferable instrument, except in the business of commercial banking, finance and credit fancier;
- (58) Acquire through subscription, purchase, or other means, and accept, hold, or sell shares, preferred shares, convertible preferred shares, debentures, convertible debentures, and any other securities as permitted under securities and exchange laws, or bonds and goodwill, in limited companies, partnerships, or any business, whether or not having the same objectives as the company, as deemed appropriate by the company;
- (59) To render consulting services related to real estate development transactions and services related to building design and interior;
- (60) To engage in the business of providing golf courses and full-service hotel services;
- (61) To engage in the business of electrical energy from wind, solar, thermal, other renewable energy, biofuels, natural resources, or any other type of energy. This includes, but is not limited to, the purchasing, selling, surveying, developing, procuring, contracting, converting, planning, constructing,

(Translation)

Company Objectives

of

.....Stella X Public Company Limited.....

The objectives of the company comprise of 64 items, as follows:

- inspecting, analyzing, designing, installing, producing, acquiring, delivering, maintaining, storing, reserving, bidding, undertaking construction, repairing, importing, exporting, and performing various operations related to the electrical energy mentioned, as well as other activities that are related to or promote such business;
- (62) To engage in the business of operating a manufacturing plant and distributing electricity from wind, solar, thermal, other renewable energy, biofuels, natural resources, or any other type of energy, including by-products from such activities, to private entities or government agencies;
- (63) To engage in the business of operating and controlling the operation of machinery, power generators, power plants, and all types of factories, as well as providing consulting services and advice related to such activities; and
- (64) To engage in the business of procuring, investing in, constructing, upgrading, and maintaining power plants that generate electricity from wind, solar, thermal, other renewable energy, biofuels, natural resources, or any other type of energy.

Articles of Association of the Company relating to the Shareholders' Meeting

- Article 14 The company shall have a board of directors comprising a minimum of five members appointed by the shareholder meetings. The board shall elect one of directors to be the chairman of the board as well as may choose a vice chairman, managing directors, and other positions as deemed appropriate collectively. Additionally, not less than half of the total number of directors must have a registered address within the jurisdiction of the Kingdom.
- Article 15. The shareholder meeting shall elect directors according to the following criteria and methods.
- (1) One shareholder has one vote per share.
 - (2) Each shareholder must use all of his/her votes according to (1) to elect one or more persons as directors. Each person cannot divide their votes to anyone, to any extent.
 - (3) The persons who receive the highest number of votes in descending order are elected as directors, equal to the number of directors that should be or will be elected at that time. If the persons elected in descending order have the same number of votes, exceeding the number of directors that should be or will be elected at that time, the chairman shall have the deciding vote.
- Article 16. Consideration and remuneration for directors shall be stipulated by the shareholders meeting.
- Article 18 At every Annual General Meeting, at least one-third (1/3) of the directors must retire from office. If the number of directors cannot be divided into three parts, the number closest to one-third (1/3) must retire. The directors who must retire from the office in the first and second years after the registration of the company must be selected by drawing lots. In subsequent years, the directors who hold the office the longest shall retire from the office. The retired directors will be eligible for re-election.
- Article 29 A director is prohibited from engaging in any business of the same nature as or in competition with the company's business, becoming a partner in a general partnership or a partner with unlimited liability in limited partnership or a director of a private limited company or a public limited company whose business is of the same nature as or in competition with the company's business, either for his/her own benefit or the benefit of others, except where notification is given to the general meeting of shareholders prior to the passing of the resolution on his/her appointment as a director.
- Article 33 There shall be a general meeting of shareholders at least once a year. Such a meeting shall be called a "**general meeting**" Such general meeting shall be held within 4 months after the end of the company's fiscal year.
- Other shareholder meetings shall be called "**extraordinary meetings**"

The Board of Directors may call an extraordinary meeting at any time it deems appropriate or when shareholders whose shares count together are not less 1/5 of the total number of shares sold or when at least 25 shareholders whose share count together are not less than 1/10 of the total number of shares sold, sign a letter in the same issue requesting the board of directors to call an extraordinary meeting. The request letter must be clearly specified for what purpose. The board of directors must hold a meeting within one month from the date of receiving the letter from shareholders.

Article 34 In notifying the meeting of shareholders. The Board of Directors shall prepare a meeting invitation specifying the location, date, time, and agenda. and matters to be presented to the meeting along with appropriate details by specifying clearly that it is a matter proposed for information, approval, or consideration along with the opinions of the board of directors on the matter and sent to shareholders and the registrar not less than seven days before the meeting date.

In addition, the notice of calling a shareholder meeting is advertised in newspapers for three consecutive days, not less than three days before the meeting date.

In this regard, if the meeting being convened is to be held via electronic media, the Company may send the meeting invitation, notifications, announcements, or any related communications regarding the meeting or the Company via electronic media instead.

Article 35 A shareholder meeting must have shareholders and shareholders' proxies (if any) attending the meeting in total of not less than twenty-five people or not less than half of the total number of shareholders and must have a total of shares not less than one-third of the total number of shares sold will constitute a quorum.

In the case where it appears that at any shareholder meeting when one hour has passed since the appointed time, the number of shareholders attending the meeting is not complete to form a quorum as specified, if the shareholder meeting was called because of the shareholders' request, the meeting was cancelled, if the shareholder meeting was not called because of the shareholders' request, a new meeting must be scheduled and a meeting notice sent to shareholders not less than seven days before the meeting date. In the latter meeting, a quorum is not required.

Article 36 In the shareholder meeting, shareholders may authorize others to attend the meeting and vote on their behalf. The authorization must be made in writing, signed by the grantor and made in the form specified by the Public Company Registrar and must include at least the following items:

- A. the number of shares that the proxy holds;
- B. name of the proxy grantor;
- C. the time of the meeting where a proxy to attend the meeting and vote is given;

, and given to the Chairman of the Board or a person designated by the Chairman of the Board before the proxy attends the meeting.

Article 37 In the event that the meeting is not finished considering matters according to the agenda specified in the meeting notice or incomplete consideration of matters proposed by shareholders whose aggregate shares of not less than one-third of the total number of shares sold at the meeting and it is necessary to postpone consideration of the meeting, the meeting shall determine the place, date, time, for the postponed meeting and the Board of Director shall send the notice of the meeting to shareholders at least seven days before the meeting. The notice of the meeting must also be published in a newspaper not less than three days before the meeting date.

Article 38 The chairman of the Board acts as chairman of the shareholder meeting. In the event, that the chairman of the Board is not present at the meeting or is unable to perform his duties. If there is a vice-chairman of the board of directors, the vice-chairman of the board of directors shall be the chairman of the shareholder meeting. If there is no vice-chairman or the vice-chairman is unable to perform his duties, shareholders attending the meeting shall elect one shareholder to be the chairman of the meeting.

Article 39 In a shareholder meeting, every shareholder has one vote per share.

In the case that a shareholder has a special interest in any matter, the shareholder shall not vote on that matter, except for voting to elect directors.

Voting on any resolution or approval of any business, the general meeting must receive an approval vote from a majority of the shareholders who attend the meeting and have the right to vote. Except in the following cases, a vote of not less than three-quarters of the total number of shareholders who attend the meeting and have the right to vote must be received.

Selling or transferring all or important parts of the company's business to another person.

- A. Buying or accepting transfer of business of another public company or private company to the company.
- B. Making, amending or terminating a contract regarding the rental of all or important parts of the company's business, assigning another person to manage the company's business or combining business with another person with the objective of sharing profits and losses.

Article 40. Businesses that the annual general meeting should consider are as follows:

- (1) consider the report of the committee regarding the activities that the company has carried out during the past year;
- (2) consider and approve the balance sheet;

- (3) consider the allocation of profits;
- (4) elect directors to replace directors who are due to retire at the end of their term;
- (5) appoint an auditor;
- (6) other businesses.

Article 45 It is prohibited to announce permission to pay dividends other than by the resolution of the shareholder meeting or resolution of the Board of Directors (in case of interim dividend).

The payment of dividends must be notified in writing to shareholders, and notice of payment of dividends shall be advertised in a local newspaper. The payment of such dividends shall be arranged within one month from the date of such resolution.

Article 46 The Board of Directors may pay interim dividends to shareholders from time to time when it appears to the directors that the company has sufficient profits to be able to do so, and when dividends have been paid, it shall be reported to the shareholders at the next meeting.

Article 48 The company must allocate part of the annual net profit as a reserve fund of not less than five per cent of the annual net profit deducted by the amount of accumulated losses brought forward (if any) until this reserve fund is not less than ten per cent of the registered capital.

In addition to the aforementioned reserve fund, the Board of Directors may propose that the shareholders' meeting vote to allocate other reserve funds as they deem to be beneficial to the company's operations.

Article 53 The Board of Directors must prepare the balance sheet and profit and loss account at the end of the company's fiscal year to be proposed to the shareholders' meeting in the annual general meeting, to consider and approve the balance sheet and profit and loss account. The Board of Directors must arrange for the auditors to finish the examination before presenting to the shareholders' meeting.

Article 54 The Board of Directors must send the following documents to the shareholders together with the notice calling for the annual general meeting.

- (1) a copy of the balance sheet and profit and loss account that the auditor has examined with the audit report.
- (2) the Board of Directors' annual report and supporting documents.

Article 56 The auditor shall be appointed by the annual ordinary general meeting. A retiring auditor is eligible for re-election.


Article 57 The shareholders' meeting shall fix the remuneration of the auditor.

Guidelines for Registration of the Shareholders' Meeting via Electronic Means (e-Meeting),

Appointment of Proxy and Voting Casting of the Shareholders' Meeting via Electronic Means (e-Voting)

1. Registration of the Shareholders' Meeting and Documents Required for Attending the Shareholders' Meeting via Electronic Means (e-Meeting)

The shareholder(s) who wish to participate in the shareholders' meeting via electronic means (e-Meeting) are requested to submit an application to request a username, password, and a link for joining the meeting through the electronic media system (e-Request) in advance. This process can be carried out starting from April 21, 2025, at 8.30 a.m., until the conclusion of the meeting. Once the Company has verified and approved your application, you will receive an email containing the username, password, and link for joining via registered Email. On the meeting day, the Company will open access for shareholder(s) and proxy(ies) to enter the shareholders' meeting via electronic means (e-Meeting) system from 8:00 AM on April 28, 2025. Shareholder(s) and proxy(ies) can find additional instructions on how to participate in the shareholders' meeting via electronic means (e-Meeting) in Enclosure 8.

<p>Shareholders can access the electronic media system (e-Request) at</p> <p>https://inv.inventech.co.th/STELLA248504R/#/homepage</p>	 <p>Or scan QR Code</p>
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1.1. For individual shareholders

1.1.1. In the event that shareholders attend the e-Meeting on their behalf

The shareholders shall submit a copy of valid photographic identification document issued by the governmental authorities, e.g. identification card, driver license, or passport, that has been signed to certify true copy. In case of name or surname change, documentary evidence to such effect must also be presented.

1.1.2. In the event that shareholders appoint a proxy to attend e-Meeting, the following documents are required.

- (a) A Proxy Form A or Proxy Form B (Proxy Form A and Proxy Form B as detailed in Enclosure 10, or shareholders can download Proxy Form A and Proxy Form B from www.stella-x.co.th) that has been accurately and completely filled in, signed by both the grantor and the proxy, and affixed with THB20 duty stamp, which must be crossed out and dated upon appointment of the proxy.

- (b) A copy of an identification document of the grantor issued by the government authorities as described in Item 1.1.1 above, which has been signed to certify true and correct copy by the grantor.
- (c) A copy of an identification document of the proxy issued by the governmental authorities, as described in Item 1.1.1 above, which has been signed to certify true and correct copy by the proxy.

1.2. For shareholders who are juristic persons

1.2.1. In the event that shareholders who are juristic persons attend the e-Meeting by their authorized representative, the following documents are required.

- (a) A copy of valid photographic identification document of the authorized representative(s) issued by the governmental authorities as described in Item 1.1.1 above, which has been signed to certify true copy by the authorized representative(s).
- (b) A copy of the affidavit of the shareholder, which must be issued no later than 6 months prior to the meeting date, showing the name of such authorized representative(s) as person(s) having authority to act on the shareholder's behalf. Such copy must be signed to certify true and correct by the authorized representative(s), together with affixing the company's seal (if any).

1.2.2. In the event that shareholders who are juristic person appoint a proxy to attend e-Meeting, the following documents are required.

- (a) A Proxy Form A or Proxy Form B (Proxy Form A and Proxy Form B as detailed in **Enclosure 10**, or shareholders can download Proxy Form A and Proxy Form B from www.stella-x.co.th) that has been accurately and completely filled in, signed by both the grantor and the proxy, and affixed with THB20 duty stamp, which must be crossed out and dated upon appointment of the proxy.
- (b) A copy of the affidavit of the shareholder, which must be issued no later than 6 months prior to the meeting date, showing the name of such authorized representative(s) as person(s) having authority to act on the shareholder's behalf. Such copy must be signed to certify true and correct by the authorized representative(s), together with affixing the company's seal (if any).

- (c) A copy of an identification document of the authorized representative(s) issued by the government authorities as described in Item 1.1.1 above, which has been signed to certify true and correct by the authorized representative(s).
- (d) A copy of an identification document of the proxy issued by the governmental authorities, as described in Item 1.1.1 above, which has been signed to certify true and correct by the proxy.

1.3. Shareholders who are foreign investors and have appointed a custodian in Thailand to be their share depository

- (a) A Proxy Form C (Proxy Form C as detailed in **Enclosure 10**, or shareholders can download Proxy Form C from www.stella-x.co.th) that has been accurately and completely filled in, signed by the custodian's authorized representative(s) as the grantor and the proxy(ies), and affixed with THB20 duty stamp, which must be crossed out and dated upon appointment of the proxy.
- (b) A copy of the custodian's affidavit, which must be issued no later than 1 year prior to the meeting date, which has been signed to certify as true and correct copy by the custodian's authorized representative(s), together with affixing the custodian's seal (if any).
- (c) A copy of an identification document of the custodian's authorized representative(s), who signs the Proxy Form, issued by the government authorities as referred in Item 1.1.1, which has been signed to certify as true and correct by such custodian's authorized representative(s).
- (d) A copy of a power of attorney from the shareholder authorizing the custodian to sign the Proxy Form on his/her behalf.
- (e) A copy of a document confirming the license to engage in the custodian business.
- (f) A copy of an identification document of the proxy issued by the governmental authorities, as described in Item 1.1.1 above, which has been signed to certify true and correct by the proxy.

Should any document as presented not be made in Thai or English, a Thai or English translation must be provided together with such document. The translation must be certified correct translation by the shareholder or the authorized representative(s) of the shareholder (as the case may be).

2. Appointment of Proxy

2.1. Proxy Granting

Shareholders can appoint any person or an independent director of the Company as their proxy to attend the meeting and cast the votes on their behalf according to the following procedures:

- (a) Shareholders may select either Proxy Form A or Proxy Form B (Proxy Form A and Proxy Form B as detailed in **Enclosure 10**, or shareholders can download Proxy Form A and Proxy Form B from www.stella-x.co.th), for shareholders who are foreign investors and appoint a custodian in Thailand to be their share depository. In such case, Proxy Form C (Proxy Form C as detailed in **Enclosure 10**, or shareholders can download Proxy Form C from www.stella-x.co.th) must be chosen.
- (b) Shareholders may appoint any person or an independent director as determined by the Company (as detailed in **Enclosure 9**) as their proxy by specifying his/her name and details of the proxy.
- (c) A shareholder who appoints a proxy shall appoint only one proxy to attend and vote at the meeting and may not split his/her votes to multiple proxies to vote separately, except for shareholders who are foreign investors and appoint a custodian in Thailand to be their share depository and use Proxy Form C.
- (d) In cases where a shareholder wishes to appoint another person or an independent director for participation and voting on their behalf at the meeting, the shareholder is required to submit an application to join the meeting along with the shareholder's proxy document through the electronic media system (e-Request). Kindly cooperate by delivering the original copy of proxy documents and supporting materials to the address provided below, so that the Company can receive them **by April 28, 2025**.

Stella X Public Company Limited

Company Secretary Office

Rasa Two Building, 15th Floor, No. 1818 Phetchaburi Road,
Makkasan, Ratchathewi, Bangkok 10400

Through the electronic media system (e-Request), the submission of requests will be open from April 21, 2025, starting at 8.30 a.m., until the conclusion of the meeting. In the event that a shareholder wishes to delegate proxy authority to another person other than the independent directors of the Company to attend the meeting on their behalf.

the Company will send the username, password, and link for joining to registered Email of proxy(ies).

- (e) In cases where a shareholder has not affixed the stamp duty on the proxy form, the Company will affix THB20 duty stamp on the Proxy Forms to facilitate the shareholder, cross out and date in order for the form to be valid and legally binding according to the laws.
- (f) In the event that a shareholder wishes to revoke the proxy, the shareholder is required to submit a written notice to the Company before the commencement of the shareholders' meeting.

2.2. Proxy Form

We have prepared Proxy Forms in accordance with the Notification of the Department of Business Development Re: Proxy Forms (No. 5) B.E. 2550 (2007) which prescribes 3 types of Proxy Form to be applied for the meeting of shareholders:

- Form A is a general form that is simple and uncomplicated;
- Form B is an explicit form that sets out specific details of authorization; and
- Form C is a form to be used specifically by shareholders who are foreign investors and have appointed a custodian in Thailand to be their share depository.

In this regard, we have enclosed Proxy Form A, Proxy Form B, and Proxy Form C for the shareholders as detailed in **Enclosure 10**, or the shareholders can download Proxy Form A, Proxy Form B, and Proxy Form C from www.stella-x.co.th.

3. E-Vote Casting

- 3.1. One share shall have one vote. Shareholders or proxies attending the meeting must cast their votes in one of the following manners, i.e., approve, disapprove, or abstain. Votes cannot be partially divided, except for foreign investors who appoint a custodian in Thailand to deposit and manage their shares. In such cases, they are allowed to vote with divided preferences.

3.2. Vote casting by the proxy

- (a) In the event that the grantor has specified the voting instruction in the Proxy Form, the Company will record such votes, together with the registration to attend the meeting of the proxy. The proxy is not required to cast a vote during the meeting.
- (b) The appointed proxy must be present during the voting for each agenda item and should not click "Register for exit the quorum" before the closing of the vote for that specific agenda. In cases where the appointed proxy has the authority to consider and

vote on behalf of the shareholder, the proxy must cast their vote for each agenda before the announcement of the closing of the vote for that agenda. If the appointed proxy click “Register for exit the quorum” out before the closing of the vote for any agenda while the voting is still open, the shareholder who appointed that proxy will not be considered present at the meeting for that agenda. The votes of the shareholder who appointed the proxy will not be counted for that specific agenda. However, clicking “Register for exit the quorum” at any point during a particular agenda does not forfeit the proxy's right to rejoin the meeting or vote in subsequent agendas.

- (c) In the event that the grantor has not specified the voting instruction for any agenda in the Proxy Form, or the voting instruction is unclear, or the meeting considers additional agenda aside from the agenda stipulated in the Proxy Form as well as any changing and adding of the fact thereon, the proxy is able to consider and cast his/her vote as deemed appropriate.


- 3.3. Shareholders may vote in advance for each agenda or decide to vote on agendas under consideration. However, shareholders must remain present during the voting period for each agenda item and not clicking “Register for exit the quorum” before the announcement of the closure of voting for that agenda. If a shareholder click “Register for exit the quorum” before the closure of voting in between voting period for any agenda, they will not be considered present for that agenda, and their votes will not be counted for that agenda even though they have voted in advance. Nevertheless, clicking “Register for exit the quorum” during any agenda does not forfeit the shareholder's right to rejoin the meeting or vote in subsequent agendas.


4. Vote counting and announcement

- 4.1. Before voting on each agenda, the Chairman of the meeting or any person designated by the Chairman will provide an opportunity for shareholders or proxy to ask questions or express comments related to that specific agenda, as appropriate. Shareholders or proxy are requested to state their name and surname before posing questions or sharing comments each time. It is important to note that questions and/or comments from shareholders or proxy must be relevant to the agenda of the meeting. If there are suggestions or questions unrelated to the meeting agenda, they should be presented towards the end of the meeting. The Company reserves the right to respond specifically to questions related to the meeting agenda during the Q&A session.
- 4.2. Chairman of the meeting or any person designated by the Chairman will propose for shareholders to consider voting on each agenda, and will allow shareholders or proxy to cast their votes through the e-Voting system for a period of 1 minute for each agenda. It is important to note that voting can be changed until the closure of voting for that specific agenda.

- 4.3. Resolutions of the shareholders' meeting requires the following votes:
- (a) In ordinary cases, a resolution of the meeting requires a simple majority vote of the shareholders attending the meeting and casting their votes.
 - (b) In other cases, as specified otherwise by laws or the Company's Articles of Association, a resolution of the meeting shall be in accordance with the laws or the Company's Articles of Association. The Company has remarked the required resolution for each agenda at the end of such agenda.
 - (c) In the case of a tied, the Chairman of the meeting shall have an additional vote as the deciding vote.
 - (d) A shareholder who has any special interests in any matter shall not be entitled to vote on such matter, except the agenda relating to the vote on the election of the board of directors.
- 4.4. Once the Chairman of the meeting or any person designated by the Chairman declares the end of the voting period, the counting of votes for each agenda will take place immediately. The system will process the votes of shareholders according to the counting criteria for each agenda. The announcement of voting result will be done at the end of such agenda.
- The number of shareholders participating for each agenda item may vary, as there could be shareholders joining the meeting or exiting the e-Meeting during the meeting.
- 4.5 Since this shareholders' meeting is conducted by means of the e-Voting system, there shall be no voting card. Therefore, the voided ballot is not applicable.

Information of Independent Directors for Proxy Appointment

	Name	Mr. Manop Thanomkitti
	Type of Director	Independent Director
	Age	72
	Address	Rasa Two Building, 15th Floor, No. 1818 Phetchaburi Road, Makkasan, Ratchathewi, Bangkok 10400
	Interest in the Agendas of the Meeting	None

	Name	Mr. Chaipat Lertlucktaweekul
	Type of Director	Independent Director
	Age	52
	Address	Rasa Two Building, 15th Floor, No. 1818 Phetchaburi Road, Makkasan, Ratchathewi, Bangkok 10400
	Interest in the Agendas of the Meeting	None

หนังสือมอบฉันทะ แบบ ก.
Proxy Form A

Enclosure 10

อากรแสตมป์
20 บาท
Duty Stamp
of THB20

เลขทะเบียนผู้ถือหุ้น _____
Shareholder registration number

เขียนที่ _____
Written at
วันที่ _____ เดือน _____ พ.ศ. _____
Date Month Year

(1) ข้าพเจ้า _____ สัญชาติ _____ อายุ _____ ปี อยู่บ้านเลขที่ _____
I/We Nationality Age years, residing/located at
ถนน _____ ตำบล/แขวง _____ อำเภอ/เขต _____
Road Sub-district District
จังหวัด _____ รหัสไปรษณีย์ _____
Province Postal code

(2) เป็นผู้ถือหุ้นของ บริษัท สเตลล่า เอ็กซ์ จำกัด (มหาชน) (“บริษัทฯ”)
Being a shareholder of Stella X Public Company Limited (the “Company”)
โดยถือหุ้นจำนวนทั้งสิ้นรวม _____ หุ้น และออกเสียงลงคะแนนได้เท่ากับ _____ เสียง ดังนี้
Holding the total number of _____ shares, having the right to vote equal to _____ votes as follows:
 หุ้นสามัญ _____ หุ้น ออกเสียงลงคะแนนได้เท่ากับ _____ เสียง
Ordinary share _____ shares, having the right to vote equal to _____ votes
 หุ้นบุริมสิทธิ _____ หุ้น ออกเสียงลงคะแนนได้เท่ากับ _____ เสียง
Preferred share _____ shares, having the right to vote equal to _____ votes

(3) ขอมอบฉันทะให้ (กรุณาเลือกข้อใดข้อหนึ่ง)
Hereby appoint (Please choose one option)

กรณีเลือกข้อ 1. ให้ทำเครื่องหมาย
และระบุรายละเอียดของผู้รับมอบฉันทะ
If choosing No. 1, please mark
and provide details of the proxies.

1. ชื่อ _____ อายุ _____ ปี บ้านเลขที่ _____
Name age years, residing at
ถนน _____ ตำบล/แขวง _____ อำเภอ/เขต _____
Road Sub-district District
จังหวัด _____ รหัสไปรษณีย์ _____
Province Postal code

หรือ / OR
ชื่อ _____ อายุ _____ ปี บ้านเลขที่ _____
Name age years, residing at
ถนน _____ ตำบล/แขวง _____ อำเภอ/เขต _____
Road Sub-district District
จังหวัด _____ รหัสไปรษณีย์ _____
Province Postal code

กรณีเลือกมอบอำนาจให้กรรมการอิสระ
ให้ทำเครื่องหมาย ที่ข้อ 2.
If choosing the independent
director, please mark on No. 2.

2. กรรมการอิสระของบริษัทฯ ดังต่อไปนี้
The following independent directors of the Company:
 นายมานพ วัฒนภูมิ / Mr. Manop Thanomkitti หรือ / OR
 นายชัยพัชร เลิศรักษ์ทวีกุล / Mr. Chaipat Lertlucktaweekul

ทั้งนี้ ในกรณีที่กรรมการอิสระผู้รับมอบฉันทะไม่สามารถเข้าประชุมได้ ให้กรรมการอิสระท่านอื่นเป็นผู้รับมอบฉันทะแทน (ข้อมูล
ของกรรมการอิสระปรากฏตาม สิ่งที่ส่งมาด้วย 9)

In the case the independent director who is appointed as the proxy is unable to attend the meeting, one of
the other independent directors shall be appointed as the proxy in replacement. (Details of Independent
Directors are set out in Enclosure 9)

คนหนึ่งคนใดเพียงผู้เดียวเป็นผู้แทนของข้าพเจ้า เพื่อเข้าร่วมประชุมและออกเสียงลงคะแนนในการประชุมสามัญผู้ถือหุ้น ประจำปี 2568 ของบริษัท สเตลล่า เอ็กซ์ จำกัด (มหาชน) ใน
วันจันทร์ที่ 28 เมษายน 2568 เวลา 10.00 น. ในรูปแบบการประชุมผ่านสื่ออิเล็กทรอนิกส์ (e-Meeting) หรือที่จะพึงเลื่อนไปในวัน เวลา และสถานที่อื่นด้วย
Anyone of them to be my/our proxy to attend and vote on my/our behalf at the Annual General Meeting of Shareholders for the year 2025 of Stella X Public Company
Limited on Monday, April 28, 2025, at 10.00 hrs. via electronic means (e-Meeting), or any adjournment at any date, time and place thereof.

กิจการใดที่ผู้รับมอบฉันทะได้กระทำไปในการประชุมนั้น ให้ถือเสมือนว่าข้าพเจ้าได้กระทำเองทุกประการ

Any acts performed by the proxy at this meeting shall be deemed as having been performed by myself/ourselves in all respects.

ลงนาม/Signed _____ ผู้มอบฉันทะ/Grantor
(_____)
ลงนาม/Signed _____ ผู้รับมอบฉันทะ/Proxy
(_____)
ลงนาม/Signed _____ ผู้รับมอบฉันทะ/Proxy
(_____)
ลงนาม/Signed _____ ผู้รับมอบฉันทะ/Proxy
(_____)

หมายเหตุ: ผู้ถือหุ้นที่มอบฉันทะจะต้องมอบฉันทะให้ผู้รับมอบฉันทะเพียงรายเดียวเป็นผู้เข้าประชุมและออกเสียงลงคะแนน ไม่สามารถแบ่งแยกจำนวนหุ้นให้ผู้รับมอบฉันทะ
หลายคนเพื่อแยกการลงคะแนนเสียงได้

Remark: The shareholder appointing a proxy must appoint only one proxy to attend and vote at the meeting and shall not split the number of
shares to several proxies for splitting votes.

หนังสือมอบฉันทะ แบบ ข.

Proxy Form B

เลขทะเบียนผู้ถือหุ้น _____
Shareholder registration number

เขียนที่ _____
Written at

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

(1) ข้าพเจ้า _____ สัญชาติ _____ อายุ _____ ปี อยู่บ้านเลขที่ _____
I/We _____ Nationality _____ Age _____ years, residing/located at _____
ถนน _____ ตำบล/แขวง _____ อำเภอ/เขต _____
Road _____ Sub-district _____ District _____
จังหวัด _____ รหัสไปรษณีย์ _____
Province _____ Postal code _____

(2) เป็นผู้ถือหุ้นของ บริษัท สเตลล่า เอ็กซ์ จำกัด (มหาชน) (“บริษัทฯ”)
Being a shareholder of Stella X Public Company Limited (the “Company”)
โดยถือหุ้นจำนวนทั้งสิ้นรวม _____ หุ้น และออกเสียงลงคะแนนได้เท่ากับ _____ เสียง ดังนี้
Holding the total number _____ shares, having the right to vote equal to _____ votes as follows:
of
 หุ้นสามัญ _____ หุ้น ออกเสียงลงคะแนนได้เท่ากับ _____ เสียง
 Ordinary share _____ shares, having the right to vote equal to _____ votes
หุ้นบุริมสิทธิ _____ หุ้น ออกเสียงลงคะแนนได้เท่ากับ _____ เสียง
Preferred share _____ shares, having the right to vote equal to _____ votes

(3) ขอมอบฉันทะให้ (กรุณาเลือกข้อใดข้อหนึ่ง)
Hereby appoint (Please choose one option)

กรณีเลือกข้อ 1. ให้ทำเครื่องหมาย
และระบุรายละเอียดของผู้รับมอบฉันทะ
If choosing No. 1, please mark
and provide details of the proxies.

1. ชื่อ _____ อายุ _____ ปี บ้านเลขที่ _____
Name _____ age _____ years, residing at _____
ถนน _____ ตำบล/แขวง _____ อำเภอ/เขต _____
Road _____ Sub-district _____ District _____
จังหวัด _____ รหัสไปรษณีย์ _____
Province _____ Postal code _____

หรือ / OR

ชื่อ _____ อายุ _____ ปี บ้านเลขที่ _____
Name _____ age _____ years, residing at _____
ถนน _____ ตำบล/แขวง _____ อำเภอ/เขต _____
Road _____ Sub-district _____ District _____
จังหวัด _____ รหัสไปรษณีย์ _____
Province _____ Postal code _____

กรณีเลือกมอบอำนาจให้กรรมการอิสระ
ให้ทำเครื่องหมาย ที่ข้อ 2.
If choosing the independent
director, please mark on No. 2.

2. กรรมการอิสระของบริษัทฯ ดังต่อไปนี้
The following independent directors of the Company:

- นายมานพ ธนอมกิตติ / Mr. Manop Thanomkitti หรือ / OR
 นายชัยพัชร เลิศศรีภักษ์วิกุล / Mr. Chaipat Lertlucktaweekul

ทั้งนี้ ในกรณีที่กรรมการอิสระผู้รับมอบฉันทะไม่สามารถเข้าประชุมได้ ให้กรรมการอิสระท่านอื่นเป็นผู้รับมอบฉันทะแทน (ข้อมูลของ
กรรมการอิสระปรากฏตาม สิ่งที่ส่งมาด้วย 9)

In the case the independent director who is appointed as the proxy is unable to attend the meeting, one of the
other independent directors shall be appointed as the proxy in replacement. (Details of Independent Directors
are set out in Enclosure 9)

คนหนึ่งคนใดเพียงผู้เดียวเป็นผู้แทนของข้าพเจ้า เพื่อเข้าร่วมประชุมและออกเสียงลงคะแนนในการประชุมสามัญผู้ถือหุ้น ประจำปี 2568 ของบริษัท สเตลล่า เอ็กซ์ จำกัด (มหาชน) ในวันจันทร์ที่ 28 เมษายน 2568 เวลา 10.00 น. ในรูปแบบการประชุมผ่านสื่ออิเล็กทรอนิกส์ (e-Meeting) หรือที่จะพึงเลื่อนไปในวัน เวลา และสถานที่อื่นด้วย Anyone of them is my/our proxy to attend and vote on my/our behalf at the Annual General Meeting of Shareholders for the year 2025 of Stella X Public Company Limited on Monday, April 28, 2025, at 10.00 hrs. via electronic means (e-Meeting), or any other date, time, and meeting venue which the meeting may be held.

- (4) ข้าพเจ้าขอมอบฉันทะให้ผู้รับมอบฉันทะเข้าร่วมประชุมและออกเสียงลงคะแนนในครั้งนี้ ดังนี้
I/We hereby authorize the proxy to attend and vote on my/our behalf at this meeting as follows:

- วาระที่ 1** **พิจารณารับรองรายงานการประชุมวิสามัญผู้ถือหุ้น ครั้งที่ 2/2567**
- Agenda Item 1** **To consider and certify the minutes of the Extraordinary General Meeting of Shareholders No.2/2024**
- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) To grant my/our proxy to vote at my/our desire as follows:
- | | | |
|-----------------------------------|--------------------------------------|-------------------------------------|
| <input type="checkbox"/> เห็นด้วย | <input type="checkbox"/> ไม่เห็นด้วย | <input type="checkbox"/> งดออกเสียง |
| Approve | Disapprove | Abstain |
- วาระที่ 2** **พิจารณารับทราบรายงานผลการดำเนินงานของบริษัทฯ ประจำปี 2567**
- Agenda Item 2** **To consider and acknowledge the report on the results of the Company's business operation for the year 2024**
- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) To grant my/our proxy to vote at my/our desire as follows:
- | | | |
|-----------------------------------|--------------------------------------|-------------------------------------|
| <input type="checkbox"/> เห็นด้วย | <input type="checkbox"/> ไม่เห็นด้วย | <input type="checkbox"/> งดออกเสียง |
| Approve | Disapprove | Abstain |
- วาระที่ 3** **พิจารณาอนุมัติงบการเงินรวมและงบการเงินเฉพาะกิจการของบริษัทฯ สำหรับปี 2567 สิ้นสุด ณ วันที่ 31 ธันวาคม 2567**
- Agenda Item 3** **To consider and approve the 2024 consolidated and separate financial statements of the Company for the fiscal year ended December 31, 2024**
- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) To grant my/our proxy to vote at my/our desire as follows:
- | | | |
|-----------------------------------|--------------------------------------|-------------------------------------|
| <input type="checkbox"/> เห็นด้วย | <input type="checkbox"/> ไม่เห็นด้วย | <input type="checkbox"/> งดออกเสียง |
| Approve | Disapprove | Abstain |
- วาระที่ 4** **พิจารณาอนุมัติการงดจ่ายเงินปันผล สำหรับผลการดำเนินงานประจำปี 2567**
- Agenda Item 4** **To consider and approve the suspension of dividend payment for the results of the 2024 Company's business operation**
- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) To grant my/our proxy to vote at my/our desire as follows:
- | | | |
|-----------------------------------|--------------------------------------|-------------------------------------|
| <input type="checkbox"/> เห็นด้วย | <input type="checkbox"/> ไม่เห็นด้วย | <input type="checkbox"/> งดออกเสียง |
| Approve | Disapprove | Abstain |
- วาระที่ 5** **พิจารณาอนุมัติการเลือกตั้งกรรมการแทนกรรมการที่ออกตามวาระ**
- Agenda Item 5** **To consider and approve the re-election of directors who are due to retire by rotation**

- (ก) ให้ผู้รับมอบอำนาจมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects
- (ข) ให้ผู้รับมอบอำนาจออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) To grant my/our proxy to vote at my/our desire as follows:
- | | | |
|-----------------------------------|--------------------------------------|-------------------------------------|
| <input type="checkbox"/> เห็นด้วย | <input type="checkbox"/> ไม่เห็นด้วย | <input type="checkbox"/> งดออกเสียง |
| Approve | Disapprove | Abstain |
- การแต่งตั้งกรรมการทั้งชุด To elect directors as a whole
- | | | |
|-----------------------------------|--------------------------------------|-------------------------------------|
| <input type="checkbox"/> เห็นด้วย | <input type="checkbox"/> ไม่เห็นด้วย | <input type="checkbox"/> งดออกเสียง |
| Approve | Disapprove | Abstain |
- การแต่งตั้งกรรมการเป็นรายบุคคล To elect each director individually
ชื่อกรรมการ Name of Director นายนพพล มิลินทางกูร Mr. Noppol Milinthangsoon
- | | | |
|-----------------------------------|--------------------------------------|-------------------------------------|
| <input type="checkbox"/> เห็นด้วย | <input type="checkbox"/> ไม่เห็นด้วย | <input type="checkbox"/> งดออกเสียง |
| Approve | Disapprove | Abstain |
- การแต่งตั้งกรรมการเป็นรายบุคคล To elect each director individually
ชื่อกรรมการ Name of Director นายชาติชาย พยุหนาวีชัย Mr. Chatchai Payuhanaveechai
- | | | |
|-----------------------------------|--------------------------------------|-------------------------------------|
| <input type="checkbox"/> เห็นด้วย | <input type="checkbox"/> ไม่เห็นด้วย | <input type="checkbox"/> งดออกเสียง |
| Approve | Disapprove | Abstain |
- การแต่งตั้งกรรมการเป็นรายบุคคล To elect each director individually
ชื่อกรรมการ Name of Director นายประเดช กิตติสรานนท์ Mr. Pradej Kitti-Itsaranon
- | | | |
|-----------------------------------|--------------------------------------|-------------------------------------|
| <input type="checkbox"/> เห็นด้วย | <input type="checkbox"/> ไม่เห็นด้วย | <input type="checkbox"/> งดออกเสียง |
| Approve | Disapprove | Abstain |
- การแต่งตั้งกรรมการเป็นรายบุคคล To elect each director individually
ชื่อกรรมการ Name of Director นายณัฐพศิน เชษฐอุดมลาภ Mr. Nuttpasint Chet-Udomlap
- | | | |
|-----------------------------------|--------------------------------------|-------------------------------------|
| <input type="checkbox"/> เห็นด้วย | <input type="checkbox"/> ไม่เห็นด้วย | <input type="checkbox"/> งดออกเสียง |
| Approve | Disapprove | Abstain |

วาระที่ 6

พิจารณาอนุมัติการกำหนดค่าตอบแทนกรรมการ ประจำปี 2568

Agenda Item 6

To consider and approve the determination of the 2025 annual remuneration of the Company's directors

- (ก) ให้ผู้รับมอบอำนาจมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects
- (ข) ให้ผู้รับมอบอำนาจออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) To grant my/our proxy to vote at my/our desire as follows:
- | | | |
|-----------------------------------|--------------------------------------|-------------------------------------|
| <input type="checkbox"/> เห็นด้วย | <input type="checkbox"/> ไม่เห็นด้วย | <input type="checkbox"/> งดออกเสียง |
| Approve | Disapprove | Abstain |

วาระที่ 7

พิจารณาอนุมัติการแต่งตั้งผู้สอบบัญชีและกำหนดค่าตอบแทนผู้สอบบัญชี ประจำปี 2568

Agenda Item 7

To consider and approve the appointment of auditors and determination of the audit fee for the year 2025

- (ก) ให้ผู้รับมอบอำนาจมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects
- (ข) ให้ผู้รับมอบอำนาจออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) To grant my/our proxy to vote at my/our desire as follows:
- | | | |
|-----------------------------------|--------------------------------------|-------------------------------------|
| <input type="checkbox"/> เห็นด้วย | <input type="checkbox"/> ไม่เห็นด้วย | <input type="checkbox"/> งดออกเสียง |
| Approve | Disapprove | Abstain |

วาระที่ 8

พิจารณาอนุมัติการแก้ไขวัตถุประสงค์ของบริษัทฯ และการแก้ไขเพิ่มเติมหนังสือบริคณห์สนธิของบริษัทฯ ข้อ 3 เพื่อให้สอดคล้องกับการแก้ไขวัตถุประสงค์ของบริษัทฯ

Agenda Item 8

To consider and approve the amendment to the Company's objectives and the amendment to the Memorandum of Association Clause 3. to be in accordance with the amendment of the Company's objectives

- (ก) ให้ผู้รับมอบอำนาจมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects
- (ข) ให้ผู้รับมอบอำนาจออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) To grant my/our proxy to vote at my/our desire as follows:
- | | | |
|-----------------------------------|--------------------------------------|-------------------------------------|
| <input type="checkbox"/> เห็นด้วย | <input type="checkbox"/> ไม่เห็นด้วย | <input type="checkbox"/> งดออกเสียง |
| Approve | Disapprove | Abstain |

วาระที่ 9 พิจารณาเรื่องอื่น ๆ (ถ้ามี)

Agenda Item 9 To consider other businesses (if any)

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
- (a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
- (b) To grant my/our proxy to vote at my/our desire as follows:
- เห็นด้วย ไม่เห็นด้วย งดออกเสียง
- Approve Disapprove Abstain

(5) การลงคะแนนเสียงของผู้รับมอบฉันทะในวาระใดที่ไม่เป็นไปตามที่ระบุไว้ในหนังสือมอบฉันทะนี้ให้ถือว่าการลงคะแนนเสียงนั้นไม่ถูกต้องและไม่ใช่เป็นการลงคะแนนเสียงของข้าพเจ้าในฐานะผู้ถือหุ้น

Voting of proxy in any agenda that is not as specified in this Proxy Form shall be considered as invalid and not signify my/our voting as a shareholder.

(6) ในกรณีที่ข้าพเจ้าไม่ได้ระบุความประสงค์ในการออกเสียงลงคะแนนวาระใดไว้ หรือระบุไว้ไม่ชัดเจน หรือในกรณีที่ที่ประชุมมีการพิจารณาหรือลงมติในเรื่องใดนอกเหนือจากเรื่องที่ระบุไว้ข้างต้น รวมถึงกรณีที่มีการแก้ไขเปลี่ยนแปลงหรือเพิ่มเติมข้อเท็จจริงประการใด ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

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

กิจการใดที่ผู้รับมอบฉันทะได้กระทำไปในการประชุม เว้นแต่กรณีที่ผู้รับมอบฉันทะไม่ออกเสียงตามที่ข้าพเจ้าระบุไว้ในหนังสือมอบฉันทะ ให้ถือเสมือนว่าข้าพเจ้าได้กระทำเองทุกประการ

Any acts performed by the proxy in this meeting except in case the proxy has not voted as I/we specified in the Proxy Form shall be deemed to be the actions performed by myself/ourselves.

ลงนาม/Signed _____ ผู้มอบฉันทะ/Grantor
()

ลงนาม/Signed _____ ผู้รับมอบฉันทะ/Proxy
()

ลงนาม/Signed _____ ผู้รับมอบฉันทะ/Proxy
()

ลงนาม/Signed _____ ผู้รับมอบฉันทะ/Proxy
()

หมายเหตุ :

Remarks :

- ผู้ถือหุ้นที่มอบฉันทะจะต้องมอบฉันทะให้ผู้รับมอบฉันทะเพียงรายเดียวเป็นผู้เข้าประชุมและออกเสียงลงคะแนน ไม่สามารถแบ่งแยกจำนวนหุ้นให้ผู้รับมอบฉันทะหลายคนเพื่อแยกการลงคะแนนเสียงได้
 - วาระเลือกตั้งกรรมการสามารถเลือกตั้งกรรมการทั้งชุดหรือเลือกตั้งกรรมการเป็นรายบุคคล
 - ในกรณีที่วาระที่จะพิจารณาในการประชุมมากกว่าวาระที่ระบุไว้ข้างต้น ผู้มอบฉันทะสามารถระบุเพิ่มเติมได้ในใบประจำต่อแบบหนังสือมอบฉันทะ แบบ ข. ตามแนบ
- The shareholder appointing a proxy must appoint only one proxy to attend and vote at the meeting and shall not split the number of shares to several proxies for splitting votes.
- In the agenda regarding election of directors, the entire group of nominated directors, or any individual nominated directors, can be elected.
- In case there are additional agenda apart from those specified above brought into consideration in this meeting, the Grantor may use the Allonge of the Proxy Form B. as attached.

ใบประจำต่อแบบหนังสือมอบฉันทะแบบ ข.

Attachment to Proxy Form B

การมอบฉันทะในฐานะเป็นผู้ถือหุ้นของบริษัท **สเตลล่า เอ็กซ์ จำกัด (มหาชน)** ในการประชุมสามัญผู้ถือหุ้น ประจำปี 2568 ของบริษัท สเตลล่า เอ็กซ์ จำกัด (มหาชน) ในวันจันทร์ที่ 28 เมษายน 2568 เวลา 10.00 น. ในรูปแบบการประชุมผ่านสื่ออิเล็กทรอนิกส์ (e-Meeting) หรือที่จะพึงเลื่อนไปในวัน เวลา และสถานที่อื่นด้วย

The appointment of proxy by a shareholder of **Stella X Public Company Limited** for the Annual General Meeting of Shareholders for the year 2025 of Stella X Public Company Limited on Monday, April 28, 2025, at 10.00 hrs. via electronic means (e-Meeting), or any other date, time, and meeting venue which the meeting may be held.

ระเบียบวาระที่ _____ เรื่อง _____

Agenda item Re:

ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects

ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

To grant my/our proxy to vote at my/our desire as follows:

เห็นด้วย ไม่เห็นด้วย งดออกเสียง
Approve Disapprove Abstain

ระเบียบวาระที่ _____ เรื่อง _____

Agenda item Re:

ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects

ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

To grant my/our proxy to vote at my/our desire as follows:

เห็นด้วย ไม่เห็นด้วย งดออกเสียง
Approve Disapprove Abstain

ระเบียบวาระที่ _____ เรื่อง _____

Agenda item Re:

ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects

ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

To grant my/our proxy to vote at my/our desire as follows:

เห็นด้วย ไม่เห็นด้วย งดออกเสียง
Approve Disapprove Abstain

ระเบียบวาระที่ _____ เรื่อง _____

Agenda item Re:

ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects

ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

To grant my/our proxy to vote at my/our desire as follows:

เห็นด้วย ไม่เห็นด้วย งดออกเสียง
Approve Disapprove Abstain

หนังสือมอบฉันทะ แบบ ค.

(สำหรับผู้ถือหุ้นเป็นผู้ลงทุนต่างประเทศและแต่งตั้งให้คัสโตเดียน (Custodian) ในประเทศไทยเป็นผู้รับฝากและดูแลหุ้นเท่านั้น)

Proxy Form C.

(For foreign shareholders who have appointed a custodian in Thailand as the depository and trustee only)

เลขทะเบียนผู้ถือหุ้น _____
Shareholder registration numberเขียนที่ _____
Written at
วันที่ _____ เดือน _____ พ.ศ. _____
Date Month Year

(1) ข้าพเจ้า _____

I/We

สำนักงานตั้งอยู่เลขที่ _____ ถนน _____ ตำบล/แขวง _____

Office locating at _____ Road _____ Sub-district _____

อำเภอ/เขต _____ จังหวัด _____ รหัสไปรษณีย์ _____

District _____ Province _____ Postal code _____

ในฐานะผู้ประกอบการธุรกิจเป็นผู้รับฝากและดูแลหุ้น (Custodian) ให้กับ (ชื่อผู้ถือหุ้น) _____

As a custodian for (shareholder's name)

ซึ่งเป็นผู้ถือหุ้นของ บริษัท สเตลล่า เอ็กซ์ จำกัด (มหาชน) ("บริษัท")

Being a shareholder of Stella X Public Company Limited (the "Company")

โดยถือหุ้นจำนวนทั้งสิ้นรวม _____ หุ้น และออกเสียงลงคะแนนได้เท่ากับ _____ เสียง ดังนี้
Holding the total number of _____ shares, having the right to vote equal to _____ votes as follows: หุ้นสามัญ _____ หุ้น ออกเสียงลงคะแนนได้เท่ากับ _____ เสียง

Ordinary share _____ shares, having the right to vote equal to _____ votes

 หุ้นบุริมสิทธิ _____ หุ้น ออกเสียงลงคะแนนได้เท่ากับ _____ เสียง

Preferred share _____ shares, having the right to vote equal to _____ votes

(2) ขอมอบฉันทะให้ (กรุณาเลือกข้อใดข้อหนึ่ง)
Hereby appoint (Please choose one option)

กรณีเลือกข้อ 1. ให้ทำเครื่องหมาย <input checked="" type="checkbox"/>
และระบุรายละเอียดของผู้รับมอบฉันทะ
If choosing No. 1, please mark <input checked="" type="checkbox"/>
and provide details of the proxies.

 1. ชื่อ _____ อายุ _____ ปี บ้านเลขที่ _____
Name _____ age _____ years, residing at _____
ถนน _____ ตำบล/แขวง _____ อำเภอ/เขต _____
Road _____ Sub-district _____ District _____
จังหวัด _____ รหัสไปรษณีย์ _____
Province _____ Postal code _____

หรือ / OR

 ชื่อ _____ อายุ _____ ปี บ้านเลขที่ _____
Name _____ age _____ years, residing at _____
ถนน _____ ตำบล/แขวง _____ อำเภอ/เขต _____
Road _____ Sub-district _____ District _____
จังหวัด _____ รหัสไปรษณีย์ _____
Province _____ Postal code _____

กรณีเลือกมอบอำนาจให้กรรมการอิสระ
ให้ทำเครื่องหมาย <input checked="" type="checkbox"/> ที่ข้อ 2.
If choosing the independent
director, please mark <input checked="" type="checkbox"/> on No. 2.

 2. กรรมการอิสระของบริษัทฯ ดังต่อไปนี้
The following independent directors of the Company:
 นายมานพ ธนอมกิตติ / Mr. Manop Thanomkitti หรือ / OR
 นายชัยพัชร เลิศรักษ์ทวีกุล / Mr. Chaipat Lertlucktaweekul
ทั้งนี้ ในกรณีที่กรรมการอิสระผู้รับมอบฉันทะไม่สามารถเข้าประชุมได้ ให้กรรมการอิสระท่านอื่นเป็นผู้รับมอบฉันทะแทน (ข้อมูลของกรรมการอิสระปรากฏตาม สิ่งที่ส่งมาด้วย 9)In the case the independent director who is appointed as the proxy is unable to attend the meeting, one of other independent directors shall be appointed as the proxy in replacement. (Details of Independent Directors are set out in Enclosure 9)

คนหนึ่งคนใดเพียงผู้เดียวเป็นผู้แทนของข้าพเจ้า เพื่อเข้าร่วมประชุมและออกเสียงลงคะแนนในการประชุมสามัญผู้ถือหุ้น ประจำปี 2568 ของบริษัท สเตลล่า เอ็กซ์ จำกัด (มหาชน) ในวันจันทร์ที่ 28 เมษายน 2568 เวลา 10.00 น. ในรูปแบบการประชุมผ่านสื่ออิเล็กทรอนิกส์ (e-Meeting) หรือที่จะพึงเลื่อนไปในวัน เวลา และสถานที่อื่นด้วย

Anyone of them is my/our proxy to attend and vote on my/our behalf at the Annual General Meeting of Shareholders for the year 2025 of Stella X Public Company Limited on Monday, April 28, 2025, at 10.00 hrs. via electronic means (e-Meeting), or any other date, time and meeting venue which the meeting may be held.

(3) ข้าพเจ้าขอมอบฉันทะให้ผู้รับมอบฉันทะในการเข้าร่วมประชุมและออกเสียงลงคะแนนในครั้งนี้ ดังนี้

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

- มอบฉันทะตามจำนวนหุ้นทั้งหมดที่ถือและมีสิทธิออกเสียงลงคะแนนได้
To grant the total number of shares holding and having the right to vote
- มอบฉันทะบางส่วน คือ หุ้นสามัญ _____ หุ้น และมีสิทธิออกเสียงลงคะแนนได้ _____ เสียง
To grant partial of ordinary share shares, having the right to vote equal to votes
- หุ้นบุริมสิทธิ _____ หุ้น และมีสิทธิออกเสียงลงคะแนนได้ _____ เสียง
preferred share shares, having the right to vote equal to votes
- รวมสิทธิออกเสียงลงคะแนนทั้งหมด _____ เสียง
Total amount of voting rights votes

(4) ข้าพเจ้าขอมอบฉันทะให้ผู้รับมอบฉันทะออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมครั้งนี้ ดังนี้

At this meeting, I/we hereby authorize the proxy to vote on my/our behalf as follows:

วาระที่ 1 พิจารณารับรองรายงานการประชุมสามัญผู้ถือหุ้น ครั้งที่ 2/2567

Agenda Item 1 To consider and certify the minutes of the Extraordinary General Meeting of Shareholders No.2/2024

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) To grant my/our proxy to vote at my/our desire as follows:
- เห็นด้วย ไม่เห็นด้วย งดออกเสียง
Approve Disapprove Abstain

วาระที่ 2 พิจารณารับทราบรายงานผลการดำเนินงานของบริษัทฯ ประจำปี 2567

Agenda Item 2 To consider and acknowledge the report on the results of the Company's business operation for the year 2024

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) To grant my/our proxy to vote at my/our desire as follows:
- เห็นด้วย ไม่เห็นด้วย งดออกเสียง
Approve Disapprove Abstain

วาระที่ 3 พิจารณาอนุมัติงบการเงินรวมและงบการเงินเฉพาะกิจการของบริษัทฯ สำหรับปี 2567 สิ้นสุด ณ วันที่ 31 ธันวาคม 2567

Agenda Item 3 To consider and approve the 2024 consolidated and separate financial statements of the Company for the fiscal year ended December 31, 2024

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) To grant my/our proxy to vote at my/our desire as follows:
- เห็นด้วย ไม่เห็นด้วย งดออกเสียง
Approve Disapprove Abstain

วาระที่ 4 พิจารณาอนุมัติการงดจ่ายเงินปันผล สำหรับผลการดำเนินงาน ประจำปี 2567

Agenda Item 4 To consider and approve the suspension of dividend payment for the results of the 2024 Company's business operation

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) To grant my/our proxy to vote at my/our desire as follows:
- | | | |
|-----------------------------------|--------------------------------------|-------------------------------------|
| <input type="checkbox"/> เห็นด้วย | <input type="checkbox"/> ไม่เห็นด้วย | <input type="checkbox"/> งดออกเสียง |
| Approve | Disapprove | Abstain |

วาระที่ 5

พิจารณาอนุมัติการเลือกตั้งกรรมการแทนกรรมการที่ออกตามวาระ

Agenda Item 5

To consider and approve the re-election of directors who are due to retire by rotation

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) To grant my/our proxy to vote at my/our desire as follows:
- | | | |
|-----------------------------------|--------------------------------------|-------------------------------------|
| <input type="checkbox"/> เห็นด้วย | <input type="checkbox"/> ไม่เห็นด้วย | <input type="checkbox"/> งดออกเสียง |
| Approve | Disapprove | Abstain |
- การแต่งตั้งกรรมการทั้งชุด To elect directors as a whole
- | | | |
|-----------------------------------|--------------------------------------|-------------------------------------|
| <input type="checkbox"/> เห็นด้วย | <input type="checkbox"/> ไม่เห็นด้วย | <input type="checkbox"/> งดออกเสียง |
| Approve | Disapprove | Abstain |
- การแต่งตั้งกรรมการเป็นรายบุคคล To elect each director individually
- ชื่อกรรมการ Name of Director นายนพพล มิลินทางกูร Mr. Noppol Milinthagsoon
- | | | |
|-----------------------------------|--------------------------------------|-------------------------------------|
| <input type="checkbox"/> เห็นด้วย | <input type="checkbox"/> ไม่เห็นด้วย | <input type="checkbox"/> งดออกเสียง |
| Approve | Disapprove | Abstain |
- การแต่งตั้งกรรมการเป็นรายบุคคล To elect each director individually
- ชื่อกรรมการ Name of Director นายชาติชาย พยุหนาวีชัย Mr. Chatchai Payuhanaveechai
- | | | |
|-----------------------------------|--------------------------------------|-------------------------------------|
| <input type="checkbox"/> เห็นด้วย | <input type="checkbox"/> ไม่เห็นด้วย | <input type="checkbox"/> งดออกเสียง |
| Approve | Disapprove | Abstain |
- การแต่งตั้งกรรมการเป็นรายบุคคล To elect each director individually
- ชื่อกรรมการ Name of Director นายประเดช กิตติอีสานนท์ Mr. Pradej Kitti-Itsaranon
- | | | |
|-----------------------------------|--------------------------------------|-------------------------------------|
| <input type="checkbox"/> เห็นด้วย | <input type="checkbox"/> ไม่เห็นด้วย | <input type="checkbox"/> งดออกเสียง |
| Approve | Disapprove | Abstain |
- การแต่งตั้งกรรมการเป็นรายบุคคล To elect each director individually
- ชื่อกรรมการ Name of Director นายณัฐพศิน เขมฐัฐอุดมลาภ Mr. Nuttpasit Chet-Udomlap
- | | | |
|-----------------------------------|--------------------------------------|-------------------------------------|
| <input type="checkbox"/> เห็นด้วย | <input type="checkbox"/> ไม่เห็นด้วย | <input type="checkbox"/> งดออกเสียง |
| Approve | Disapprove | Abstain |

วาระที่ 6

พิจารณาอนุมัติการกำหนดค่าตอบแทนกรรมการ ประจำปี 2568

Agenda Item 6

To consider and approve the determination of the 2025 annual remuneration of the Company's directors

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) To grant my/our proxy to vote at my/our desire as follows:
- | | | |
|-----------------------------------|--------------------------------------|-------------------------------------|
| <input type="checkbox"/> เห็นด้วย | <input type="checkbox"/> ไม่เห็นด้วย | <input type="checkbox"/> งดออกเสียง |
| Approve | Disapprove | Abstain |

วาระที่ 7

พิจารณาอนุมัติการแต่งตั้งผู้สอบบัญชีและกำหนดค่าตอบแทนผู้สอบบัญชี ประจำปี 2568

Agenda Item 7

To consider and approve the appointment of auditors and determination of the audit fee for the year 2025

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) To grant my/our proxy to vote at my/our desire as follows:
- | | | |
|-----------------------------------|--------------------------------------|-------------------------------------|
| <input type="checkbox"/> เห็นด้วย | <input type="checkbox"/> ไม่เห็นด้วย | <input type="checkbox"/> งดออกเสียง |
| Approve | Disapprove | Abstain |

วาระที่ 8

พิจารณาอนุมัติการแก้ไขวัตถุประสงค์ของบริษัทฯ และการแก้ไขเพิ่มเติมหนังสือบริคณห์สนธิของบริษัทฯ ข้อ 3 เพื่อให้สอดคล้องกับการแก้ไขวัตถุประสงค์ของบริษัทฯ

Agenda Item 8 To consider and approve the amendment to the Company's objectives and the amendment to the Memorandum of Association Clause 3. to be in accordance with the amendment of the Company's objectives

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) To grant my/our proxy to vote at my/our desire as follows:
- เห็นด้วย ไม่เห็นด้วย งดออกเสียง
Approve Disapprove Abstain

วาระที่ 9 พิจารณาเรื่องอื่น ๆ (ถ้ามี)

Agenda Item 9 To consider other businesses (if any)

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) To grant my/our proxy to vote at my/our desire as follows:
- เห็นด้วย ไม่เห็นด้วย งดออกเสียง
Approve Disapprove Abstain

(5) การลงคะแนนเสียงของผู้รับมอบฉันทะในวาระใดที่ไม่เป็นไปตามที่ระบุไว้ในหนังสือมอบฉันทะนี้ถือว่าการลงคะแนนเสียงนั้นไม่ถูกต้องและไม่ใช่เป็นการลงคะแนนเสียงของข้าพเจ้าในฐานะผู้ถือหุ้น

Voting of proxy in any agenda that is not as specified in this Proxy Form shall be considered as invalid and not signify my/our voting as a shareholder.

(6) ในกรณีที่ข้าพเจ้าไม่ได้ระบุความประสงค์ในการออกเสียงลงคะแนนวาระใดไว้ หรือระบุไว้ไม่ชัดเจน หรือในกรณีที่ที่ประชุมมีการพิจารณาหรือลงมติในเรื่องใดนอกเหนือจากเรื่องที่ระบุไว้ข้างต้น รวมถึงกรณีที่มีการแก้ไขเปลี่ยนแปลงหรือเพิ่มเติมข้อเท็จจริงประการใด ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

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

กิจการใดที่ผู้รับมอบฉันทะได้กระทำไปในการประชุม เว้นแต่กรณีที่ผู้รับมอบฉันทะไม่ออกเสียงตามที่ข้าพเจ้าระบุไว้ในหนังสือมอบฉันทะ ให้ถือเสมือนว่าข้าพเจ้าได้กระทำเองทุกประการ

Any acts performed by the proxy in this meeting except in case the proxy has not voted as I/we specified in the Proxy Form shall be deemed to be the actions performed by myself/ourselves.

ลงนาม/Signed _____ ผู้มอบฉันทะ/Grantor
()

ลงนาม/Signed _____ ผู้รับมอบฉันทะ/Proxy
()

ลงนาม/Signed _____ ผู้รับมอบฉันทะ/Proxy
()

ลงนาม/Signed _____ ผู้รับมอบฉันทะ/Proxy
()

หมายเหตุ :

Remarks :

1. หนังสือมอบฉันทะ แบบ ค. นี้ ใช้เฉพาะกรณีที่ผู้ถือหุ้นที่ปรากฏชื่อในทะเบียนเป็นผู้อยู่ต่างประเทศและแต่งตั้งคัสโตเดียน (Custodian) ในประเทศไทยเป็นผู้ฝากและดูแลหุ้นเท่านั้น

Only foreign shareholders whose names appear in the registration book and have appointed a Custodian in Thailand can use the Proxy Form C.

2. หลักฐานที่ต้องแนบพร้อมกับหนังสือมอบฉันทะ คือ

Evidence to be enclosed with this Proxy Form are:

(1) หนังสือมอบอำนาจจากผู้ถือหุ้นให้คัสโตเดียน (Custodian) เป็นผู้ดำเนินการลงนามในหนังสือมอบฉันทะแทน

Power of Attorney from the shareholder authorizing a Custodian to sign the Proxy Form on behalf of the shareholder

(2) หนังสือยืนยันว่าผู้ลงนามในหนังสือมอบฉันทะแทนได้รับอนุญาตประกอบธุรกิจคัสโตเดียน (Custodian)

Letter of certification to certify that a person executing the Proxy Form has a permission to act as a Custodian

3. ผู้ถือหุ้นที่มอบฉันทะจะต้องมอบฉันทะให้ผู้รับมอบฉันทะเพียงรายเดียวเป็นผู้เข้าประชุมและออกเสียงลงคะแนน ไม่สามารถแบ่งแยกจำนวนหุ้นให้ผู้รับมอบฉันทะหลายคนเพื่อแยกการลงคะแนนเสียงได้

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

4. วาระเลือกตั้งกรรมการสามารถเลือกตั้งกรรมการทั้งชุดหรือเลือกตั้งกรรมการเป็นรายบุคคล

In the agenda regarding election of directors, the entire group of nominated directors, or any individual nominated directors, can be elected.

5. ในกรณีที่มีวาระที่จะพิจารณาในการประชุมมากกว่าวาระที่ระบุไว้ข้างต้น ผู้มอบฉันทะสามารถระบุเพิ่มเติมได้ในใบประจำต่อแบบหนังสือมอบฉันทะ แบบ ค. ตามแนบ

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

ใบประจำต่อแบบหนังสือมอบฉันทะ แบบ ค.

(สำหรับผู้ถือหุ้นเป็นผู้ลงทุนต่างประเทศและแต่งตั้งให้คัสโตเดียน (Custodian) ในประเทศไทยเป็นผู้รับฝากและดูแลหุ้นเท่านั้น)

Attachment to Proxy Form C.

(For foreign shareholders who have appointed a custodian in Thailand as the depository and trustee only)

การมอบฉันทะในฐานะเป็นผู้ถือหุ้นของบริษัท สเตลล่า เอ็กซ์ จำกัด (มหาชน) ในการประชุมสามัญผู้ถือหุ้น ประจำปี 2568 ของบริษัท สเตลล่า เอ็กซ์ จำกัด (มหาชน) ในวันจันทร์ที่ 28 เมษายน 2568 เวลา 10.00 น. ในรูปแบบการประชุมผ่านสื่ออิเล็กทรอนิกส์ (e-Meeting) หรือที่จะพึงเลื่อนไปในวัน เวลา และสถานที่อื่นด้วย

The appointment of proxy by a shareholder of **Stella X Public Company Limited** for the Annual General Meeting of Shareholders for the year 2025 of Stella X Public Company Limited on Monday, April 28, 2025, at 10.00 hrs. via electronic means (e-Meeting), or any other date, time, and meeting venue which the meeting may be held.

ระเบียบวาระที่ _____ เรื่อง _____

Agenda item Re:

ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects

ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

To grant my/our proxy to vote at my/our desire as follows:

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

ระเบียบวาระที่ _____ เรื่อง _____

Agenda item Re:

ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects

ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

To grant my/our proxy to vote at my/our desire as follows:

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

ระเบียบวาระที่ _____ เรื่อง _____

Agenda item Re:

ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects

ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

To grant my/our proxy to vote at my/our desire as follows:

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

ระเบียบวาระที่ _____ เรื่อง _____

Agenda item Re:

ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects

ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้


To grant my/our proxy to vote at my/our desire as follows:

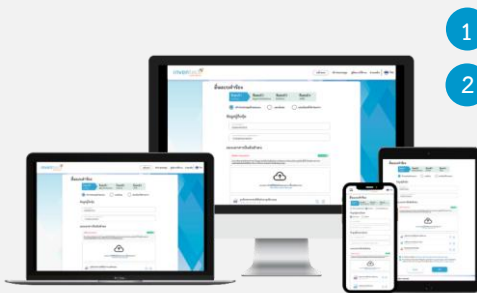
เห็นด้วย _____ เสียง ไม่เห็นด้วย _____ เสียง งดออกเสียง _____ เสียง
Approve votes Disapprove votes Abstain votes

Guidelines for attending of Electronic Meeting by Inventech Connect

Shareholders wishing to attend the meeting via electronic means on their behalf or appoint any person or an independent director of the Company as their proxy to attend the meeting via electronic means and cast the votes on their behalf, can proceed according to the procedure for submitting the request form to attend the meeting via electronic media as follows:

1. The Shareholders must submit a request to attend the meeting by Electronic Means via Web Browser at

<https://inv.inventech.co.th/STELLA248504R/#/homepage> or scan QR Code  and follow the steps as shown in the picture



- 1 Click link URL or scan QR Code in the letter notice Annual General Meeting

- 2 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

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

- 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 21 April 2025 at 8:30 a.m. and shall be closed on 28 April 2025 Until the end of the meeting.

3. The electronic conference system will be available on 28 April 2025 at 8:00 a.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 April 28, 2025 at 10.00 a.m.

Stella X Public Company Limited

Rasa Two Building, 15th Floor, No. 1818 Phetchaburi Road,

Makkasan, Ratchathewi, Bangkok 10400

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



02-460-9228



@inventechconnect

The system available during 21 – 28 April 2025 at 08.30 a.m. – 05.30 p.m.

(Specifically excludes holidays and public holidays)

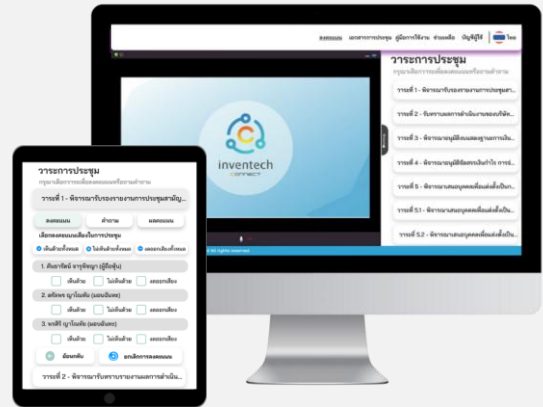


Report a problem

@inventechconnect

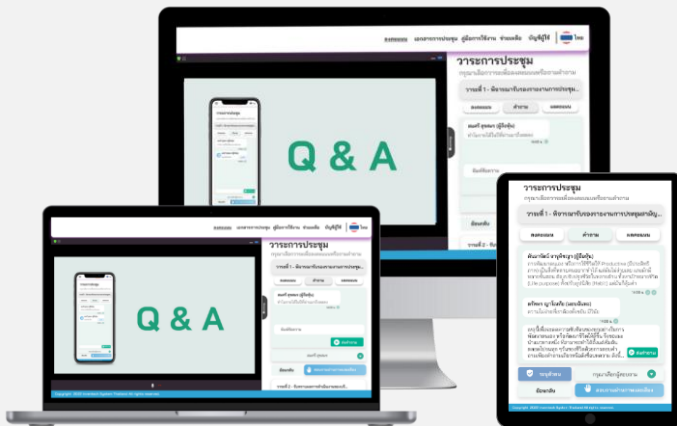
Steps for registration for attending the meeting (e-Register) and voting process (e-Voting)

- 1 Get email and password that you received from your email or request OTP
- 2 Click on “Register” button, the system has already registered and counted as a quorum.
- 3 Click on “Join Attendance”, Then click on “Accept” button
- 4 Select which agenda that you want to vote
- 5 Click on “Vote” button
- 6 Click the voting button as you choose
- 7 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 for that agenda 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 you can open the microphone and camera

How to use Inventech Connect

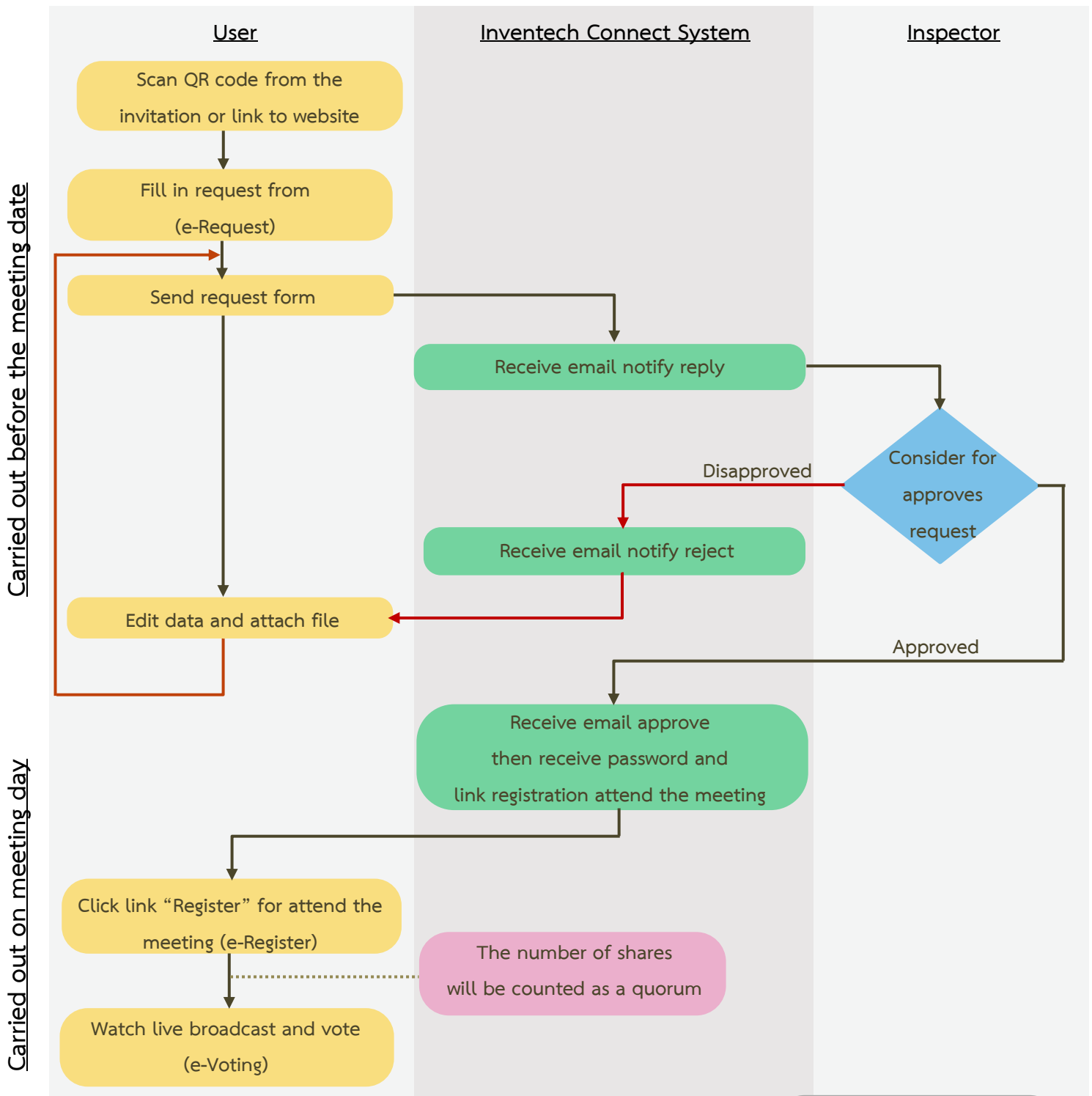


User Manual and Video of using Inventech Connect

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

1. Internet speed requirements
 - High-Definition Video: Must be have internet speed at 2.5 Mbps (Speed internet that recommend).
 - High Quality Video: Must be have internet speed at 1.0 Mbps.
 - Standard Quality Video: Must be have internet speed at 0.5 Mbps.
2. Equipment requirements.
 - Smartphone/Tablet that use IOS or android OS.
 - PC/Laptop that use Windows or Mac OS.
3. Requirement Browser Chrome (Recommend) / Safari / Microsoft Edge **** The system does not supported internet explorer.**

Guidelines for attending of Electronic Meeting



Condition of use

In case Merge account/change account

In case filing request multiple by using the same email and phone number, the systems will merge account or in case user has more than 1 account, you can click on "Change account" and the previous account will still count the base in the meeting.

In case Exit the meeting

Attendees can click on "Register to leave the quorum", the systems will be number of your shares out from the meeting base.