



Invitation letter for the 2024 Annual General Meeting of Shareholders
(electronic meeting (e-AGM))

Quality Houses Public Company Limited

Friday 19th April 2024

Meeting starts at 10.30 a.m.

The Company arranges the 2024 Annual General Meeting of Shareholders
in electronic meeting (e-AGM) format only without arranging any meeting rooms

Online registration only to attend the meeting

****Shareholders, please study the registration process to attend the meeting
according to the Electronic Meeting System User Manual in the meeting invitation letter****

Broadcast location: Q House Lumpini Building, No.1 South Sathorn Road, Thungmahamek, Sathorn, Bangkok 10120

Remark: This Annual General Meeting of Shareholders is an electronic meeting (e-AGM) to avoid the gathering of large numbers of people with high risk of spread of COVID-19 and provide convenience for shareholders to join the AGM via electronic meeting system without travelling to the meeting.

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CS. 0050/2024

March 19, 2024

Subject: Invitation to attend the 2024 Annual General Meeting of Shareholders (electronic meeting (e-AGM) format)

To: Shareholders of Quality Houses Public Company Limited

Enclosures:

1. Factual Details and Reasons of the Agendas for Shareholders' Consideration
2. The Copy of the Minutes of the 2023 Annual General Meeting of Shareholders
3. The Information of the Company's Directors who appointed to be Directors
4. Conditions and Procedures for e-Registration and the Appointment of Proxies to Attend the 2024 Annual General Meeting of Shareholders (e-AGM)
5. The Information of the Independent Directors who represent as Proxy for Shareholders
6. The Company's Articles of Association relating to the Annual General Meeting of Shareholders and Voting Procedures
7. Personal Data Protection Guideline (Privacy Notice) In accordance with the Personal Data Protection Act B.E. 2562
8. Requisition Form of Form 56-1 One Report 2023
9. Procedure for attending the 2024 Annual General Meeting of Shareholders via electronic meeting
10. User Manual e- Shareholder Meeting System (DAP e-Shareholder Meeting)
11. Proxy Form (Form A, B, C)
12. QR Code of the Form 56-1 One Report 2023

Quality Houses Public Company Limited ("the Company") will hold the 2024 Annual General Meeting of Shareholders in electronic meeting (e-AGM) format only without arranging any meeting rooms on Friday April 19, 2024 at 10.30 a.m. Broadcast location is the meeting room, 4th Floor, Q House Lumpini Building, No. 1 South Sathorn Road, Thungmahamek, Sathorn, Bangkok for consideration of the following agendas:

Agenda 1 To consider certifying the Minutes of the 2023 Annual General Meeting of Shareholders

The Board's opinion:

The Board of Directors agreed to present to the Shareholders' meeting to consider and approve the Minutes of the 2023 Annual General Meeting of Shareholders, which was held on April 21, 2023.

The meeting resolution: Majority vote of the shareholders participating in the meeting and having the right to vote.

(Translation)

Agenda 2 To consider acknowledging the Company's 2023 operating performance

The Board's opinion:

The Board of Directors agreed to propose the Shareholders' Meeting for consideration and acknowledgement of the Company's operating performance of the year 2023.

The meeting resolution: This agenda is for acknowledgement, therefore there is no vote casting

Agenda 3 To consider and approve the Company's statement of financial position and statement of comprehensive income for the fiscal year ended December 31, 2023 audited by the certified public accountant

The Board's opinion:

The Board of Directors agreed to propose the Shareholders' Meeting for consideration and approval of the Company's statement of financial position and statement of comprehensive income for the fiscal year ended December 31, 2023 which have been audited by the certified public accountant and approved by Audit Committee Meeting.

The meeting resolution: Majority vote of the shareholders participating in the meeting and having the right to vote.

Agenda 4 To consider and approve the dividend payment for the year 2023

The Board's opinion:

The Board of Directors agreed to propose the Shareholders' Meeting for consideration and approval of the dividend payment for the year 2023 by cash at the rate of THB 0.15 per share. Since the Company has paid interim dividend at the rate of THB 0.05 on September 7, 2023, the Company still has to pay dividend from the net profit of the second-half of the year 2023 at the rate of THB 0.10 per share which is according to the Company's dividend policy and the date of dividend payment will be on May 16, 2024. Regarding the allocation for legal reserve, the Company has allocated the legal reserve at the required amount by law of 10% of the registered capital of the Company.

The meeting resolution: Majority vote of the shareholders participating in the meeting and having the right to vote.

Agenda 5 To consider and approve the appointment of the Company's directors in place of the directors who are retired by rotation

The Board's opinion:

For this year, the three members of the Board of Directors who would be retired by rotation are as follows:

(Translation)

- | | | |
|----------------|-------------------|----------|
| 1. Mr. Adisorn | Thananan-narapool | Director |
| 2. Mr. Achawin | Asavabhokin | Director |
| 3. Ms. Apinya | Jarutrakulchai | Director |

The Board of Directors has considered and agreed with the proposal of the Nomination and Remuneration Committee, which has the criteria of nomination based on their qualification, and opined that all three directors have fully met with the qualification as specified in the Public Company Act B.E. 2535 and have knowledge, capability, experience in business relating to the Company's operation and the three directors have well performed their obligation with the Company for a long period of time and the persons who have been proposed to be directors in this year have been passed the process of considering of the Board of Directors and thus found that their qualifications are suitable for Company business. The details shown in Page 8-11. Moreover, there was no shareholder proposing the name of director to be considered.

The Board of Directors, therefore, approved to propose such to the Shareholders' meeting for consideration and approval to re-appoint the three directors of the Company who would be retired by rotation in this year to be directors of the Company for another term.

The meeting resolution: Majority vote of the shareholders participating in the meeting and having the right to vote.

Agenda 6

To consider and approve the directors' remuneration for the year 2024

The Board's opinion:

The Board of Directors has considered and agreed with the proposal of the Nomination and Remuneration Committee which has an approval to propose such to the Shareholders' Meeting for consideration and approval for the remuneration of directors and sub-committee members for the year 2024 in the amount of not exceeding THB 12 million.

The meeting resolution: Votes of not less than two-thirds of the total votes of the shareholders present at the meeting

Agenda 7

To consider and approve the directors' bonus for the year 2023

The Board's opinion:

The Board of Directors has considered and agreed with the proposal of the Nomination and Remuneration Committee which has an approval to propose such to the Shareholders' Meeting for consideration and approval of 2023 annual bonus compensation for all directors of not exceeding THB 13 million.

(Translation)

The meeting resolution: Votes of not less than two-thirds of the total votes of the shareholders present at the meeting.

Agenda 8 To consider and approve the appointment of the Company's auditors and audit fee for the year 2024

The Board's opinion:

The Board of Directors has considered and agreed with the proposal of the Audit Committee which has an approval to propose such to the Shareholders' Meeting for consideration and approval for the appointment of the auditors of EY Office Limited to be the Company's auditors and audit fee for the year 2024 in the amount of THB 1,500,000

The meeting resolution: Majority vote of the shareholders participating in the meeting and having the right to vote.

Agenda 9 Other business (if any)

The Schedules related to the 2024 Annual General Meeting of Shareholders via electronic meeting system (e-AGM) are as follows:

Schedules	Date
1. Specifying the name list of shareholders who are eligible to attend the shareholders' meeting (Record Date)	March 13, 2024
2. Convening the 2024 Annual General Meeting of the Shareholders	April 19, 2024
3. Specifying the name list Shareholders who are eligible to receive dividend (Record Date)	April 26, 2024
4. Dividend payment	May 16, 2024

Remarks:

1. The Company has published the invitation letter, Form 56-1 One Report 2023 in Thai and English versions according to the QR code attached with the invitation letter and the Company's website in which the Shareholders can download such at www.qh.co.th in Investor Relations Section.

2. Steps to register and proxy for electronic meeting system (e-AGM)

2.1 For shareholders attending in person through electronic devices:

2.1.1 Thai Individual person Required document: Identification Card

2.1.2 Foreign Person Required document: Passport

2.1.3 Juristic Person Required document: As details are shown in Enclosure No.4

(Translation)

Please register through QR Code or link specified below since April 5, 2024.



<https://portal.eservice.setgroup.or.th/Account/Login?refer=NLbM0zSIfbcYqCSs4LVyjTQAQ0ohV6sR4MonSQaLqc9mgfD8aUiNrw%3d%3d>

Please study the registration method to attend the e-AGM. According to "User Manual e-Shareholder Meeting System (DAP e-Shareholder Meeting)" as detailed in Enclosure No.10. The registration documents will be then reviewed to ensure the identification of the shareholders. After the documents are reviewed that are correct, the shareholders will obtain the e-mail with Username and Password for logging into the electronic meeting system on the date of the meeting at <https://portal.eservice.setgroup.or.th> from 08.30 a.m. onwards.

2.2 For shareholders attending by proxy:

2.2.1 Shareholders may appoint any person to act as their proxy and attend the electronic meeting in person. In such case, please fill the information in the Notice of Meeting and Proxy Form B and prepare the required documents in proxy granting as detailed in Enclosure No.4.

In the event of desire to grant the proxy as detailed above, shareholders shall sign their names in the Proxy Form at the column "grantor" and the grantees shall sign their names in the column "grantee".

2.2.2 In the event of desire to grant the proxy to Independent Director as detailed in Enclosure No.5, please indicate the name of independent director in the Proxy Form. In such case, please fill the information in the Notification of Meeting and Proxy Form B and prepare the required documents in proxy granting as detailed in Enclosure No.4. The appointed independent director shall vote in each agenda as stated by the shareholders in the Proxy Form.

Please stamp duty of Baht 20 for affix Proxy Form, after that, please scan all documents and send to the Corporate Secretary Department via e-mail at corp_secretary@qh.co.th and send hard copy via post at the address Corporate Secretary Department, Quality Houses Public Co., Ltd. No.1 Q House Lumpini Building, 7th floor, South Sathorn Road, Thungmahamek, Sathorn, Bangkok. 10120 within April 17, 2024 (Proxy Form B as detailed in invitation letter)

(Translation)

Such proxy documents together with the required supporting documents must be sent to the Company by April 17, 2024. The registration documents will be verified to ensure the identification of the shareholders. After that, the proxy 2.2.1 will obtain the e-mail with Username and Password for logging into the electronic meeting system (e-Service Platform) on the date of the meeting from 08.30 a.m. onwards. Please study more details in "User Manual e-Shareholder Meeting System (DAP e-Shareholder Meeting)" (Enclosure No.10)

Please be informed accordingly.

Yours faithfully,

Quality Houses Public Company Limited

-Apinya Jarutrakulchai-

(Ms. Apinya Jarutrakulchai)

Director and Company Secretary

Authorized Person of the Board of Directors

*Please register through e-Service Platform at least 3 days in advance before April 19, 2024
for the convenience in attending the meeting on the meeting date.

(Translation)

Factual Details and Reasons of the Agendas
For Shareholders' Consideration

Agenda 1 To consider certifying the Minutes of the 2023 Annual General Meeting of Shareholders
Factual Details and Reasons

The Company's Secretary prepared the Minutes of the 2023 Annual General Meeting of Shareholders, which was held on April 21, 2023 and the Board of Directors has considered and opined that it correctly in accordance with the resolution of the Shareholders' Meeting. Therefore, the Board of Directors proposes the Minutes of the 2023 Annual General Meeting of Shareholders to be certified by this Shareholders' Meeting. The copy of the Minutes has been distributed to the shareholders together with the invitation letter to this meeting.
(Enclosure No. 2)

Agenda 2 To consider acknowledging the Company's 2023 operating performance
Factual Details and Reasons

The Company prepared the report of the Board of Directors on the performance of the Company for the year ended on December 31, 2023 and the Board of Directors has considered and opined that the report was accurate and adequate. Therefore, the Board of Directors proposes the report to the Shareholders' Meeting to acknowledge the performance of the Company for the year 2023. QR Code of the Form 56-1 One Report 2023 has been distributed to the shareholders together with the invitation letter of the meeting.

Agenda 3 To consider and approve the Company's statement of financial position and statement of comprehensive income for the fiscal year ended December 31, 2023 audited by the certified public accountant
Factual Details and Reasons

The Company prepared the statement of financial position and statement of comprehensive income for the fiscal year ended December 31, 2023, which was duly audited by the Company's auditors, and the Board of Directors and the Audit Committee have considered and opined that the Company's financial statements were accurate, complete and adequate in accordance with the generally accepted accounting principles. Therefore, the Board of directors proposes to the Shareholders' Meeting for approval of the statement of financial position and statement of comprehensive income for the fiscal year ended December 31, 2023, which was duly audited by the Company's auditors. Opinions of the Board of Directors and the Audit Committee are provided in "Report of Responsibilities of the Board of Directors with respect to Financial Reporting" and

(Translation)

“Report from the Audit Committee” respectively, both of which are shown in the Form 56-1 One Report 2023, which has been distributed (on QR Code Form) to the shareholders together with the invitation letter of the meeting.

Agenda 4 To consider and approve the dividend payment for the year 2023

Factual Details and Reasons

Dividend Policy

The Company has a policy to pay dividends from the retained earnings and/or net profit to the shareholders. In considering the payments, the following factors are taken into consideration: the Company’s operating results and financial position, liquidity, expansion plans and other management-related factors. Any dividend payment is subjected to the approval of the Company’s Board of Directors and/or shareholders’ meetings.

The Company had a profit in the year 2023 (“Profit for the year”) and had the retained earnings. After completely set aside the legal reserve and other reserve, the Company had sufficient cash to pay dividend. The Board of Directors had also considered the investment plans for each project and opined that the Company should pay dividend as detailed below:

The dividend payment by cash at the rate of THB 0.15 per share or the amount of approximately THB 1,607 million. The dividend shall be paid out of the net profit for the year 2023 at the rate of 64% of the net profit which is according to the Company’s dividend policy. All dividend shall be deducted withholding tax at the rate as prescribed by law. Since the Company has paid interim dividend dated September 7, 2023 from the Company’s operation of first six months of the year 2023 by the resolution of the Board of Directors’ Meeting No. 6/2023 dated August 9, 2023 at the rate of THB 0.05 per share or the amount of approximately THB 536 million, the Company still has to pay dividend from the net profit of the second-half of the year 2023 at the rate of THB 0.10 per share or the amount of approximately THB 1,071 million.

This dividend payment is based on net profit after 20% corporate income tax rate. The shareholders who are individuals can obtain tax credits due to the dividend payment in accordance with Section 47 Bis of the Revenue Code.

Schedules related to the dividend payment.

Details	Date
Specifying the name list of shareholders who are eligible to receive dividend (Record Date)	April 26, 2024
Dividend payment	May 16, 2024

(Translation)

Regarding the allocation for legal reserve, the Company has allocated the legal reserve at the required amount by law of 10% of the registered capital of the Company. As a result, the Company has no need for legal reserve allocation.

Therefore, the Board of Directors would like to propose the Shareholders' Meeting for consideration and approval of the above dividend payment for the year 2023.

Comparative dividend payment to the previous years

Details on Dividend Payment	2023 (To consider)	2022	2021
1. Profit for the year – The consolidated financial statements (Million Baht)	2,503	2,396	1,670
2. Number of shares (Million shares)	10,714	10,714	10,714
3. Basic earnings per share (Baht/ share)	0.23	0.22	0.16
4. Dividend paid per share (Baht/share)	0.15	0.14	0.10
4.1 Interim dividend for the first half year (Baht per share)	0.05	0.04	0.03
4.2 Dividend for the second half year (Baht per share)	0.10	0.10	0.07
5. Total dividend paid (Million Baht)	1,607	1,500	1,071
5.1 Interim dividend for the first half year (Million Baht)	536	429	321
5.2 Dividend for the second-half-year (Million Baht)	1,071	1,071	750
6. Dividend payout ratio (%)	64	63	64

Agenda 5 To consider and approve the appointment of the Company's directors in place of the directors who are retired by rotation

Factual Details and Reasons

In accordance with Clause 17 of the Articles of Association, at every Annual General Meeting of Shareholders, one-third of the directors shall be retired. If the number of directors is not a multiple of three, the number of director closest to one-third shall be retired. Directors retiring being director in the first and the second year after registration of the Company shall be selected by drawing lots. In subsequent years, the director who has held longest in the position shall be retired. Retired Directors by rotation may be re-elected. In this year, the names of 3 directors who have to be retired by rotation are as follows:

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1. Mr. Adisorn	Thananan-narapool	Director
2. Mr. Achawin	Asavabhokin	Director
3. Ms. Apinya	Jarutrakulchai	Director

Since, the Company has announced through the website of the Company, inviting shareholders to proposed name of qualified person to be the candidates for the Company's director nomination process from October 1, 2023 to December 31, 2023. **However, none of the shareholder has proposed the nominated any person to be the candidates.**

The Nomination and Remuneration Committee has considered that all three existing directors, who are retired by rotation proposed in this year, have fully qualified as specified in the Public Limited Company Act B.E. 2535 and have knowledge, capability and business experience relating to the Company's operation. Therefore, the Nomination and Remuneration Committee would like to propose such directors to be nominated as directors of the Company for another term.

The details and backgrounds of each director as shown in the profile of the directors which has been distributed to the shareholders together with the invitation letter of the meeting (**Enclosure No.3**)

Definition of Independent Director

The independent directors have important roles in building investors' confidence, imposing a balance on major shareholders' power and in aiming towards international standard of good corporate governance. The Company therefore has defined the following requirements for its independent directors, which is equivalent to the minimum regulations of the Securities Exchange Commission (SEC) and the Stock Exchange of Thailand (SET). These requirements are as follows:

(A) Independent Directors must hold no more than 1% of shares with voting rights in the Company, parent company, subsidiaries, associated companies or parties with possible conflicts of interest including the shareholding of related individuals of that Independent Directors.

(B) Independent Directors must not be or had not been the Company's executive directors, nor serve as temporary employees, permanent employees, advisors on regular payroll, and authorized persons of the Company, parent company, subsidiaries, associated companies and same level subsidiaries of the parent company except when the previous association has been terminated for at least two years before appointed as Independent Directors.

(C) Independent Directors must not be a blood relative or by legal registration in the nature of father, mother, husband, wife, sibling, child, son- or daughter- in law of the management, major

(Translation)

shareholders, authorized persons, or individuals who are about to be nominated as the management or authorized persons who have control over the Company or its subsidiaries.

(D) Independent Directors must not or have not had business relationship with the Company, parent company, subsidiaries, associated companies or parties with possible conflicts of interest in a way that will prevent independent judgment. Furthermore, Independent Directors must not be or had been major shareholders, directors that were not independent directors, or the management of any party who has a business relationship with the Company, parent company, subsidiaries, associated companies or parties with possible conflicts of interest except when the previous association has been terminated for at least two years before appointed as Independent Directors.

The business relationship mentioned earlier includes transactions of normal trading business of rental or real estate for rent, transactions relating to asset or service or giving or receiving financial assistance from loans, guarantees, using assets as loan collateral including other similar practices that can result in the Company or contractual partner having to take liability that must be repaid to the other party of more than 3% of net tangible asset of the Company or more than Baht 20 million, whichever amount is lower. For the calculation of that loan, it is granted to use the method of calculating value of related transactions according to the Notification of the Board of Governors of the Stock Exchange of Thailand Re: Disclosure of Information and Other Acts of Listed Companies Concerning the Connected Transaction. But for summing up the liability, it must take in all liabilities that occurred during one year prior to the starting date of the business relationship with the same individual.

(E) Independent Directors must not be or had not been auditors of the Company, parent company, subsidiaries, associated companies or parties with possible conflicts of interest. Independent directors must not be or had not been major shareholders, directors that are not independent directors, the management, or partners of auditors' company in which auditors of the Company, parent company, subsidiaries, associated companies or parties with possible conflicts of interest, belong to, except when the previous association has been terminated for at least two years before appointed as Independent Directors.

(F) Independent Directors must not be or have been servicing professionals including legal advisors and financial advisors, receiving more than Baht 2 million per annum in remuneration for the service from the Company, parent company, subsidiaries, associated companies or parties with possible conflicts of interest. If the servicing professional is a legal entity, it must include major shareholders, directors that are not independent directors, the management, or managing partners of those servicing professionals, except when the previous association was terminated for at least two years before appointed as Independent Directors.

(G) Independent Directors must not be directors who are representative of directors of the Company, major shareholders, or shareholders that are related to major shareholders of the Company.

(Translation)

(H) Independent Directors do not engage in a business of the same nature as and which is significantly competitive to that of the Company, or a Subsidiary. An Independent Director is not a significant partner to a partnership or a director with involvement in the management, employees, staff, consultant with monthly salary, or, who holds more than 1 % of all shares with voting rights of another company which is engaged in a business of the same nature as and which is significantly competitive to that of the Company or a Subsidiary.

(I) Independent Directors must not have other characteristics prohibiting independent judgment on the Company's operation.

After being appointed independent directors that have any characteristics mentioned in the (A) through (I) clauses, independent directors will be assigned by the Board of Directors to make collective decisions together on business operation of the Company, parent company, subsidiaries, associated companies or same level subsidiary of the parent company or parties with possible conflicts of interest.

Furthermore, the Company has shown the details of Independent directors and the proposed directors who are related with listed companies or other rival corporations/any related businesses with the company in "The Information of the Company's Directors who appointed to be Directors" (Enclosure No. 3)

Agenda 6 To consider and approve the directors' remuneration for the year 2024

Factual Details and Reasons

For remunerations for the directors in accordance with the Public Limited Company Act B.E. 2535, Section 90 stated that "No company shall pay money or give any property to any director unless it is a payment of remuneration under the Articles of Association of the company."

The second paragraph of Clause of 15 of the Article of Association of the Company stipulated that "A director of the Company shall be entitled to receive remuneration for his/her performances which are base salary, meeting allowance, allowance and bonus."

Company has its procedure to propose the remuneration of the Board of Directors and sub-committees through the consideration of the Nomination and Remuneration Committee before proposing such to the Board of Directors' Meeting of the Company for consideration and approval for proposing to the Shareholders' Meeting.

The Nomination and Remuneration Committee has considered to specify the remuneration of the directors of the Company by considering from the Company's performance, the dividend payment to shareholders, obligations and responsibilities of each of the Board of Directors group. Thus, The Nomination and Remuneration Committee would like to propose the directors' remuneration for the year 2024 , comprise of

(Translation)

monthly compensation and meeting allowance in the amount of not exceeding THB 12 million the details are as follows;

(Unit: THB)

Position	Monthly Compensation Board of Directors (Per Month)		Meeting Allowance (Per Meeting)							
			Board of Directors		Audit Committee		Nomination and Remuneration Committee		* The Sustainable Development and Corporate Governance Committee	
	2024 (To consider)	2023	2024 (To consider)	2023	2024 (To consider)	2023	2024 (To consider)	2023	2024 (To consider)	2023
Chairman	50,000	50,000	38,000	38,000	38,000	38,000	38,000	38,000	38,000	38,000
Director	40,000	40,000	30,000	30,000	30,000	30,000	30,000	30,000	30,000	30,000
Executive director	40,000	40,000	-	-	-	-	-	-	-	-

Remarks: - No other remunerations have been paid besides the monthly Compensation and Meeting allowance as proposed above as previous year.

- In any case, the executive directors of the Company shall not receive the Meeting allowance (Per Meeting).

* The Board of Directors' Meeting No. 9/2023 on 20th December 2023 resolved to approve the unification of sub-committees, namely “the Sustainable Development Committee” and “the Corporate Governance Committee”, into one committee with the name as “The Sustainable Development and Corporate Governance Committee”.

The 2023 Annual General Meeting of Shareholders approved the directors' remuneration at the total amount of not exceeding THB 12 million. Only THB 8,600,667 in total was paid as the directors' remuneration, details of which are listed as follows:

(Unit : baht)

Details	The remunerations for the year 2023			Proposed amount of remunerations for the year 2023
	monthly Compensation	Meeting allowance	Total	
Board of Directors	5,326,667	2,172,000	7,498,667	The amount of not exceeding THB 12 million
Audit Committee	-	528,000	528,000	
Nomination and Remuneration Committee	-	400,000	400,000	
Corporate Governance Committee	-	174,000	174,000	
Total	5,326,667	3,274,000	8,600,667	

(Translation)

Agenda 7 To consider and approve the directors' bonus for the year 2023

Factual Details and Reasons

After consideration on the Company's operating performance, The Nomination and Remuneration Committee has agreed to propose the directors' bonus for the year 2023 for all directors of not exceeding THB 13 million.

Agenda 8 To consider and approve the appointment of auditors and audit fee for the year 2024

Factual Details and Reasons

Clause 37 of the Articles of Association set forth that " The matters to be consider in annual general meeting of shareholders in clause (5) is to appoint the Company's auditors and determining remuneration of the auditors."

The Audit Committee and the Board of Directors have considered of the duties and responsibilities over the financial statements of the Company as shown in the "Report from the Audit Committee" and "Report of Responsibilities of the Board of Directors with respect to Financial Reporting" which are shown in the Form 56-1 One Report 2023, which has been distributed (on QR Code Form) to the shareholders together with the invitation letter of this meeting and, therefore, the Audit Committee and the Board of Directors would like to propose the Shareholders' Meeting for consideration and approval for the appointment of the auditors of EY Office Limited to be the Company's auditors of the year 2024 as per the following names:

1. Ms. Pimjai Manitkajohnkit CPA No. 4521
(Who has signed on the Company's financial statement in 2020 - 2023) and/or
2. Mrs. Gingkam Atsawarangsalit CPA No. 4496
(Who has never signed on the Company's financial statement in the period of 7 years ago) and/or
3. Ms. Orawan Techawatanasirikul CPA No. 4807
(Who has never signed on the Company's financial statement in the period of 7 years ago) and/or
4. Mrs. Nummon Kerdmongkhonchai CPA No. 8368
(Who has never signed on the Company's financial statement in the period of 7 years ago) and/or
5. Ms. Wilaiporn Chaowiwatkul CPA No. 9309
(Who has never signed on the Company's financial statement in the period of 7 years ago)

(Translation)

The Company's audit fee is in the amount of THB 1,500,000. The comparison of the audit fee for the past years is as follow:

Audit remuneration	2024 (To Consider)	2023	2022
Audit Fee	THB 1,500,000	THB 1,450,000	THB 1,450,000
Non-Audit Fee	None	None	None

Among other things, the previously mentioned 5 auditors are not shareholders of the Company, are not related to the Company, and do not have been any interest with the Company/the subsidiaries/the executives/the major shareholder or related persons with all of the aforesaid and do not provide any advisory service to the Company, and therefore, be independent in verifying and express their opinions in relation to the Company's financial statement.

The Audit Committee has considered that the Company has been appointing auditors from EY Office Limited as auditors for the Company and its Subsidiaries since 1991- Present. In the Company's point of view, EY Office Limited possesses multinational networks and have been recognized internationally which shall lead to equivalent auditing standard of the Company and its Subsidiaries. Moreover, the past performances of EY Office Limited are considered to be satisfactory, the Board of Directors, and, therefore, the Audit Committee would like to propose the appointment of the auditors of EY Office Limited to be the Company's auditors of the year 2024, according to the list of the auditors name mentioned above and propose the Company's audit fee is in the amount of THB 1,500,000.

Whereas the Company has its policy to change its auditors from the same auditing firm every 7 years due to differences in point of view and attitudes of each auditor, which the Company believes that their recommendations would be benefit to the Company.

Remarks: The Company and subsidiaries use the same audit firm.

Agenda 9 To consider other matter (if any)

Factual Details and Reasons

This agenda is provided for shareholders to ask questions and/or for directors to clarify any queries. (If any)

(Translation)

**MINUTES OF THE 2023 ANNUAL GENERAL MEETING OF SHAREHOLDERS OF
QUALITY HOUSES PUBLIC COMPANY LIMITED**

Date, Time and Venue

The Annual General Meeting of Shareholders was held on Friday, April 21, 2023 at 10.30 a.m. via electronic meeting system (e-AGM) and was recorded the meeting on video media. Broadcast location was the meeting room, Q House Lumpini Building, 4th Floor, No.1 South Sathorn Road, Thungmahamek Sub-district, Sathorn District, Bangkok, 10120.

Commencement of the Meeting

Mr. Boonsom Lerthirunwong, Chairman of the Meeting, announced that the time was 10.30 a.m. and there were 14 shareholders attending the online meeting in person, representing 215,607,551 shares and 238 proxies, representing 4,067,651,550 shares. In total, there were 252 shareholders and proxies, representing a total of 4,283,259,101 shares or 39.97 percent of total shares issued by the Company. The number of attendees was higher than 25 and they represented more than one-third of total shares issued by the Company, which constituting a quorum in accordance to its Articles of Association. As a result, the Chairman then declared the commencement of the 2023 Annual General Meeting of Shareholders and introduced the Board of Directors, auditors, independent and vote-counting intermediate representative who attended the Meeting as follows:

Board of Directors:

	Name	Position
1.	Mr. Boonsom Lerthirunwong	Independent Director and Chairman of the Board of Directors
2.	Mr. Chalerm Kiettitanabumroong	Director, Chairman of the Risk Management Committee and Chief Executive Officer
3.	Mr. Rachai Wattanakasaem	Independent Director, Chairman of the Audit Committee and Member of the Nomination and Remuneration Committee
4.	Mr. Suri Buakhom	Independent Director, Chairman of the Corporate Governance Committee and Member of the Audit Committee
5.	Mr. Adul Vinaiphath	Independent Director, Chairman of the Nomination and Remuneration Committee and Member of the Audit Committee
6.	Mrs. Suwanna Bhuddhaprasart	Director and Member of the Corporate Governance Committee
7.	Mr. Adisorn Thananan-narapool	Director and Member of the Nomination and Remuneration Committee
8.	Mr. Naporn Sunthornchitcharoen	Director
9.	Mr. Achawin Asavabhokin	Director
10.	Mr. Pravit Choatewattanaphun	Director and Managing Director
11.	Ms. Apinya Jarutrakulchai	Director, Senior Executive Vice President, CFO and Company Secretary

In this Annual General Meeting, there were a total of 11 directors who attended the meeting – equivalent to 100% of total directors.

(Translation)

Auditors:

EY Office Limited: Ms. Pimjai Manitkajohnkit, who was an intermediary responding to relevant queries.

Independent and vote-counting intermediary representative:

Mr. Pichet Khamnourit, from Pichet Khamnourit Law Company Limited

The Chairman of the Meeting assigned “Mr. Chinnadej Siripornpisa”, the Officer of Company Secretary Department, to notify procedures of the 2023 Annual General Meeting of Shareholders and view a demonstration video for the system on the day of the meeting, as well as functions for asking questions and voting as follows:

1. Voting Methods

The Company applies the voting method on the basis of “one share one vote”. At the end of the report and inquiry session of each agenda, the Chairman of the Meeting shall request the Meeting to vote. Shareholders can vote through the DAP e-Shareholders Meeting system, the voting time is approximately 1 minute. If shareholders do not take any action, the system will record a vote as “approved” for that agenda.

A shareholder appointing proxy to the Independent Director to vote on their behalf in accordance to their intention of voting in each agenda, the Company did record such “approved”, “disapproved” or “abstained” votes earlier in the voting system of DAP e-Shareholder Meeting.

2. The proposal of agendas for the Annual General Meeting of Shareholders, nomination of directors by minority shareholders and submission of advanced questions

The Company provided an opportunity for the shareholders to propose agendas, and nominate persons who possess qualifications required by law as directors of the Company in the 2023 Annual General Meeting of Shareholder, as well as an opportunity for shareholders to send questions to the Company in advance in accordance to the guidelines specified on the Company’s website: “www.qh.co.th” from October 1, 2022 to December 31, 2022.

The Company notified that there was no shareholders proposed any agenda for the Meeting or any persons to be nominated as the Company’s directors, and no advanced questions sent ahead of the 2023 Annual General Meeting of Shareholders.

Subsequently, the Chairman of the Meeting proceeded the 2023 Annual General Meeting of Shareholders as follows:

(Translation)

Agenda 1: To consider certify the Minutes of the 2022 Annual General Meeting of Shareholders

The Chairman of the Meeting proposed to the shareholders in the meeting to consider certify the Minutes of the 2022 Annual General Meeting of Shareholders held on April 22, 2022 per Enclosure 2, pages 19-36, which was distributed to the shareholders together with the Notice of the Meeting as well as the Factual Details and Reasons for the Shareholders' consideration per Enclosure 1, page 6.

Questions, suggestions and clarifications made before casting votes on this agenda:

-None-

Resolution: The resolution of this agenda shall require the majority of votes of the shareholders present and voting at the meeting.

The Meeting resolved to certify the Minutes of the 2022 Annual General Meeting of Shareholders with the following voting results:

Vote for	Number of Votes	% of the shareholders present and voting at the meeting
- Approve	4,283,594,493	100.0000
- Disapprove	-	0.0000
- Abstain	8,675,800	Not Count

Remark: In this agenda item, there were additional shareholders attending the Meeting, representing 9,011,192 shares.

Agenda 2: To consider acknowledging the Company's 2022 operating performance

The Chairman of the Meeting assigned "Mr.Pravit Choatewattanaphun" (Director and Managing Director) to report to the Meeting.

Mr.Pravit Choatewattanaphun explained the company's overall operating result for the year 2022 as follows:

1. In 2022, the Company launched 4 new projects valued at THB 7,598 million.

Number of Projects	2022
Carry Forward	74
Open	4
Close	(12)
Remaining	<u>66</u>

(Translation)

No.	Project	Product	Price Range	Project Value (MB)
1.	Prukpirom New Ratchaphruk	Single detached houses	High -end market	2,678
2.	Q District Chaiyaphruk – Ratchaphruk	Townhouses	Middle-end market	1,317
3.	Laddarom New Ratchaphruk	Single detached houses	High -end market	1,694
4.	Laddarom Chatuchot 15	Single detached houses	High -end market	1,909
	Total			7,598

2. New project launch by segment. In 2022 separated by

- By product type, 82.67% was single detached houses and 17.33% was townhouses.
- By price range, 82.67% was High -end market and 17.33% was Middle-end market.
- By location, 100% was in Bangkok and vicinities.

3. Transfer in 2022 by segment. The Company's revenue recognition with a total value of THB 8,227 million.

- By product type, 63% was single detached houses, 28% was townhouses and 9% was condominiums.
- By price range, 36% was High-end market, 52% was Middle-end market and 12% was Low-end market.
- By location, 94% was in Bangkok and vicinities and 6% was in other provinces.

4. Land acquisition in 2022

The Company purchased 6 plots of land for project development with a total value of THB 1,690 million.

Later, Ms. Apinya Jarutrakulchai (Director and CFO, etc.) reported the Company's performance for the year 2022, as follows:

1. Total revenue from sales of real estate, Rental and Service and other revenue was THB 9,445 million including:

Description	2022 (Million Baht)	2021 (Million Baht)	Increase (Decrease)	
			Million Baht	%
Revenue from sale of real estate	8,227	7,502	725	10
Revenue from rental and service of hotel business	717	314	403	128
Revenue from rental and service of office building	282	303	(21)	(7)
Other revenue	219	232	(13)	(6)
Total Revenue	9,445	8,351	1,094	13

(Translation)

2. **Gross Profit Margin** In 2022, the Company reported gross profit margin of the Company at 33.9%
3. **Selling and Administrative Expenses (Normal Operation)** In 2022, selling and administrative expenses (Normal Operation) were 19.5% of total revenue.
4. **Total Profit Sharing from investment in associate companies** was THB 1,586 million as follows:

Company	2022 (Million Baht)	2021 (Million Baht)	Increase (Decrease)	
			Million Baht	%
Home Product Center PCL.	1,235	1,081	154	14
LH Financial Group PCL.	217	170	47	28
QHPP	120	148	(28)	(19)
QHHR	14	(17)	31	82
Total	1,586	1,382	204	15

5. **Net Profit** for the year 2022 was THB 2,396 million, a increase of approximate 43% from 2021, accounting for 25.4% of total revenue.
6. **Debentures/ Loans**
In 2022, the Company has outstanding interest bearing debt of THB 11,544 million, decreasing THB 3,569 million, consisting of THB 1,000 million short term loan, THB 3,044 million long term loans and THB 7,500 million debentures. The reason of decreasing of loan was debenture repayment.
7. **Interest bearing Debt to Equity Ratio (time)** was 0.41 time in 2022, lower than 2021, and Net Financial Debt to Equity Ratio was 0.36 time.

Thereafter, "Mr.Suri Buakhom", Chairman of the Corporate Governance Committee clarified to the meeting as follows:

Mr. Suri Buakhom clarified to the meeting that the Company has been certified as a "Member of Thai Private Sector Collective Action Against Corruption" since March 9, 2017, and the Company renewed its membership for the second time on December 5, 2022. As the membership renewal lasts for 3 years (December 2022 – December 2025).

In 2022, the Company has no complaints or whistleblowers about corruption matters.

(Translation)

Questions, suggestions and clarifications made before casting votes on this agenda:

-None-

Resolution: The Meeting acknowledged the Company's 2022 operating performance according to the presented details, therefore there is no vote casting.

Agenda 3: To consider and approve the Company's statement of financial position and statement of comprehensive income for the fiscal year ended December 31, 2022 audited by the certified public accountant

The Chairman of the Meeting assigned "Ms. Apinya Jarutrakulchai" (Director and CFO, etc.) to report to the Meeting.

Ms. Apinya Jarutrakulchai reported and proposed the Meeting to consider and approve the statement of financial position and statement of comprehensive income for the fiscal year ended December 31, 2022, which had already been audited and certified by the Company's auditor, reviewed by the Audit Committee of the Company, and was delivered to the shareholders for consideration, with are shown in QR Code of the 56-1 One Report, which has been distributed to the shareholders together with the invitation letter of this meeting.

The financial statements of the Company and its subsidiaries as at December 31, 2022, showing the financial position of the Company and its subsidiaries are as follows:

- Asset

Unit: Million Baht

Descriptions	2022	2021	Increase (Decrease)	
			Million Baht	%
Total Asset	43,626	46,236	(2,610)	(5.6)
Total Current Assets	20,974	23,364	(2,390)	(10.2)
Land and construction in progress	19,267	19,987	(720)	(3.6)
Other	1,707	3,377	(1,670)	(49.5)
Total Non-Current Assets	22,652	22,872	(220)	(1.0)
Investment in associate companies	11,590	11,524	66	0.6
Land, plant and equipment	1,533	1,546	(13)	(0.9)
Land and project development costs	7,410	7,474	(64)	(0.9)
Other	2,119	2,328	(209)	(8.9)

(Translation)

- Liabilities

Unit: Million Baht

Descriptions	2022	2021	Increase (Decrease)	
			Million Baht	%
Total Liabilities	15,793	19,251	(3,458)	(18.0)
Total Interest bearing liabilities	11,423	15,138	(3,715)	(24.5)
Short-term loans	1,000	-	1,000	100.0
Long-term loans	3,042	3,144	(102)	(3.2)
Unsecured debentures	7,381	11,994	(4,613)	(38.5)
Total other liabilities	4,370	4,113	257	6.2

- Shareholders' Equity

Unit: Million Baht

Descriptions	2022	2021	Increase (Decrease)	
			Million Baht	%
Shareholders' Equity	27,833	26,985	848	3.1
Issued and paid-up capital	10,714	10,714	-	-
Retained earnings	17,702	16,486	1,216	7.4
Other	(583)	(215)	368	171.2

- Statement of comprehensive income

Unit: Million Baht

Descriptions	2022	2021	Increase (Decrease)	
			Million Baht	%
Total revenues*	9,449	8,356	1,093	13.1
less Cost of sale and total expenses	(8,351)	(7,848)	503	6.4
Net profit before share of profit from investments in associates	1,098	508	590	116.1
plus share of profit from investments in associates	1,586	1,382	204	14.8
Profit before income tax expenses	2,684	1,890	794	42.0
less income tax expenses	(288)	(220)	68	30.9
Profit for the year from the consolidated financial statement	2,396	1,670	726	43.5

*Remark: Total revenues included interest income in 2022 was THB 4 million, in 2021 was THB 4 million

(Translation)

Questions, suggestions and clarifications made before casting votes on this agenda:

-None-

Resolution: The resolution of this agenda shall require the majority of votes of the shareholders present and voting at the meeting.

The Meeting resolved to approve the statement of financial position and statement of comprehensive income of the Company for the fiscal year ended December 31, 2022 as audited by a certified public accountant with the following voting results:

Vote for	Number of Votes	% of the shareholders present and voting at the meeting
- Approve	4,289,145,926	100.0000
- Disapprove	-	0.0000
- Abstain	9,827,200	Not Count

Remark: In this agenda item, there were additional shareholders attending the Meeting, representing 6,702,833 shares.

Agenda 4: To consider and approve the dividend payment for the year 2022

The Chairman of the Meeting assigned "Ms. Apinya Jarutrakulchai" (Director and CFO, etc.) to notify to the Meeting.

Ms. Apinya Jarutrakulchai notified the Meeting and requested for an approval the dividend payment the year 2022 as follows:

The Company has a policy to pay dividends from the retained earnings and/or net profit to its shareholders. In considering the payments, the following factors are taken into consideration; the Company's operating results and financial position, liquidity, expansion plans and other management-related factors. Any dividend payment is subjected to the approval of the Company's Board of Directors for interim dividend payment and shareholders' meetings for annual dividend payment.

The Company had a profit in the year 2022 ("Profit for the year") and had the retained earnings. After completely set aside the legal reserve and other reserve, the Company had sufficient cash to pay dividend. The Board of Directors had also considered the investment plans for each project and opined that the Company should pay dividend at the rate of THB 0.14 per share shall be paid out at the rate of 63% of the net profit based on the consolidated financial statements.

- Since the Company has paid interim dividend from the Company's operation of first six months of the year 2022 (January – June 2022) at the rate of THB 0.04 per share on September 8, 2022 by the resolution of the Board of Directors' Meeting No. 5/2022 dated August 10, 2022.

(Translation)

- The Company still has to pay dividend from the net profit of the second-half of the year 2022 (July – December 2022) at the rate of THB 0.10 per share. This dividend payment is based on net profit after 20% corporate income tax rate. The shareholders who are individuals can obtain tax credits due to the dividend payment in accordance with Section 47 Bis of the Revenue Code.

Regarding the allocation for legal reserve, the Company has allocated the legal reserve at the required amount by law of 10% of the registered capital of the Company. As a result, the Company has no need for legal reserve allocation.

Schedules related to the dividend payment.

Details	Date
Specifying the name list of shareholders who are eligible to receive dividend (Record Date)	April 28, 2023
Dividend payment	May 18, 2023

Questions, suggestions and clarifications made before casting votes on this agenda:

-None-

Resolution: The resolution of this agenda shall require the majority of votes of the shareholders present and voting at the meeting.

The Meeting resolved to approve the dividend payment for the year 2022 as proposed with the following voting results:

Vote for	Number of Votes	% of the shareholders present and voting at the meeting
- Approve	4,296,128,959	99.9850
- Disapprove	644,500	0.0150
- Abstain	2,205,500	Not Count

Remark: In this agenda item, there were reduction shareholders attending the Meeting, representing 5,833 shares.

Agenda 5: To consider and approve the appointment of the Company's directors in place of the directors who are retired by rotation

The Chairman of the Meeting assigned "Mr.Rachai Wattanakasaem" (Member of the Nomination and Remuneration Committee) to notify the Meeting.

Mr.Rachai Wattanakasaem notified the Meeting that according to the Company's Articles of Association, at every annual general meeting of shareholders, at least one-third of directors shall retire by rotation. Should the

(Translation)

number of directors could not be precisely divided into three groups, the number of directors close to one-third of all directors must retire by rotation. This year, four directors must retire by rotation as follows:

- | | | |
|----------------|---------------------|----------------------|
| (1) Mr.Boonsom | Lerdhirunwong | Independent Director |
| (2) Mr. Adul | Vinaiphat | Independent Director |
| (3) Mr.Naporn | Sunthornchitcharoen | Director |
| (4) Mr.Chalerm | Kiettitanabumroong | Director |

Since, the Company has announced through the website of the Company, inviting shareholders to proposed name of qualified person to be the candidates for the Company's director nomination process from October 1, 2022 to December 31, 2022. However, none of the shareholder has proposed the nominated any person to be the candidates.

Since, Mr. Adul Vinaiphath Independent Director considered not to be nominated to be a Director for another term, therefore the Board of Directors would like to propose the Shareholders' Meeting for consideration and approval for the appointment an Independent Director instead of Mr. Adul Vinaiphath also propose the Shareholders' Meeting for consideration and approval for the re-appointment of the other three directors of the Company who would be retired by rotation this year to be directors of the Company for another term,

The qualified candidates were considered through the Company's procedure to be suitable qualification for the Company's Business.

The name list are as follows:

- | | | |
|-----------------|---------------------|--|
| 1. Mr. Boonsom | Lerdhirunwong | as an Independent Director for another term. |
| 2. Mr. Naporn | Sunthornchitcharoen | as a Director for another term. |
| 3. Mr. Chalerm | Kiettitanabumroong | as a Director for another term. |
| 4. Mrs. Tipawan | Chayutimanta | as an Independent Director to replace
Mr. Adul Vinaiphath who retired by rotation
and considered not to be nominated to be a Director. |

The Nomination and Remuneration Committee has considered that all three existing directors, who are retired by rotation proposed in this year, as well as the person who has been proposed to be Independent Director instead of Mr. Adul Vinaiphath have fully qualified as specified in the Public Limited Company Act B.E. 2535 and have knowledge, capability and business experience relating to the Company's operation. Therefore, the Nomination and Remuneration Committee would like to propose to appoint an Independent Director instead of Mr. Adul Vinaiphath and re-appoint three directors to be directors of the Company for another term.

(Translation)

In this agenda, the nominated directors would be considered and approved individually. Details of background, experience, meeting attendance record of directors are disclosed for consideration in Enclosure 3, pages 37-46 were distributed to shareholders together with the Notice of the Meeting.

As the Board of Directors intended to be transparent as well as to comply with the good corporate governance, the nominated directors including their spouses and minor child shall abstain from voting on this agenda

Note: all four nominated directors were not present in the meeting while consideration and voting occurred.

List of the nominated directors were as follows:

Agenda 5.1 To appoint Mr. Boonsom Lerdhirunwong to be an Independent Director for another term

Mr.Rachai Wattanakasaem proposed the Meeting to consider and approve the reappointment of Mr. Boonsom Lerdhirunwong as an Independent Director for another term. His background is disclosed in the Notice of the Meeting (Enclosure 3, pages 37 - 39).

Questions, suggestions and clarifications made before casting votes on this agenda:

-None-

Resolution: The resolution of this agenda shall require the majority of votes of the shareholders present and voting at the meeting.

The Meeting resolved to re-appoint "Mr.Boonsom Lerdhirunwong" to be an Independent Director of the Company for another term with the following voting results:

Vote for	Number of Votes	% of the shareholders present and voting at the meeting
- Approve	4,146,569,502	96.5739
- Disapprove	147,103,857	3.4261
- Abstain	3,495,200	Not Count

Agenda 5.2 To appoint Mr.Naporn Sunthornchitcharoen to be an Independent Director for another term

Mr.Rachai Wattanakasaem proposed the Meeting to consider and approve the reappointment of Mr.Naporn Sunthornchitcharoen as a Director for another term. His background is disclosed in the Notice of the Meeting (Enclosure 3, pages 40-42).

Questions, suggestions and clarifications made before casting votes on this agenda:

-None-

(Translation)

Resolution: The resolution of this agenda shall require the majority of votes of the shareholders present and voting at the meeting.

The Meeting resolved to re-appoint “Mr.Naporn Sunthornchitcharoen” to be a Director of the Company for another term with the following voting results:

Vote for	Number of Votes	% of the shareholders present and voting at the meeting
- Approve	3,842,702,774	89.4447
- Disapprove	453,472,985	10.5553
- Abstain	1,000,700	Not Count

Agenda 5.3 To appoint Mr. Chalerm Kiettitanabumroong to be a Director for another term

Mr.Rachai Wattanakasaem proposed the Meeting to consider and approve the reappointment of Mr. Chalerm Kiettitanabumroong as a Director for another term. His background is disclosed in the Notice of the Meeting (Enclosure 3, pages 43 - 44).

Questions, suggestions and clarifications made before casting votes on this agenda:

-None-

Resolution: The resolution of this agenda shall require the majority of votes of the shareholders present and voting at the meeting.

The Meeting resolved to re-appoint “Mr. Chalerm Kiettitanabumroong” to be a Director of the Company for another term with the following voting results:

Vote for	Number of Votes	% of the shareholders present and voting at the meeting
- Approve	4,282,835,196	99.6431
- Disapprove	15,341,163	0.3569
- Abstain	1,000,100	Not Count

Agenda 5.4 To appoint Mrs. Tipawan Chayutimanta to be an Independent Director instead of Mr. Adul Vinaiphat who retired by rotation and considered not to be nominated to be a director.

Mr.Rachai Wattanakasaem proposed the Meeting to consider and approve the appointment of Mrs. Tipawan Chayutimanta as an Independent Director instead of Mr. Adul Vinaiphat who retired by rotation and considered not to be nominated to be a Director. Her background is disclosed in the Notice of the Meeting (Enclosure 3, pages 45 - 46).

(Translation)

Questions, suggestions and clarifications made before casting votes on this agenda:

-None-

Resolution: The resolution of this agenda shall require the majority of votes of the shareholders present and voting at the meeting.

The Meeting resolved to re-appoint “Mrs. Tipawan Chayutimanta” to an Independent Director instead of Mr. Adul Vinaiphath who retired by rotation and considered not to be nominated to be a Director. with the following voting results:

Vote for	Number of Votes	% of the shareholders present and voting at the meeting
- Approve	4,296,843,826	99.9991
- Disapprove	37,000	0.0009
- Abstain	2,289,800	Not Count

Remark: In agenda 5, there were additional shareholders attending the Meeting, representing 191,667 shares.

Agenda 6: To consider and approve the Directors’ remuneration for the year 2023

The Chairman of the Meeting assigned “Mr.Adul Vinaiphath” (Chairman of Nomination and Remuneration Committee) to notify the Meeting.

Mr.Adul Vinaiphath notified the Meeting that according to Section 90 of the Public Limited Companies Act B.E. 2535, the Company is prohibited from paying money or give any property to its directors, except for remuneration under in the Company’s Articles of Association.

The second paragraph of Clause of 15 of the Article of Association of the Company stipulated that “A Director of the Company shall be entitled to receive remuneration for his/her performances which are base salary, meeting allowance, allowance and bonus.”

The Nomination and Remuneration Committee has considered to specify the remuneration of the Directors of the Company by considering from the Company’s performance, the dividend payment to shareholders, obligations and responsibilities of each of the Board of Directors group. Thus, The Nomination and Remuneration Committee would like to propose the Directors’ remuneration for the year 2023, comprising of **monthly compensation** and **meeting allowance** in the amount of not exceeding THB 12 million, as details as follows:

(Translation)

Position	Monthly Compensation Board of Directors (Per Month)		Meeting Allowance (Per Meeting)								
			Board of Directors		Audit Committee		Nomination and Remuneration Committee		Corporate Governance Committee		
	2023 (To consider)	2022	2023 (To consider)	2022	2023 (To consider)	2022	2023 (To consider)	2022	2023 (To consider)	2022	
Chairman	50,000	50,000	38,000	38,000	38,000	38,000	38,000	38,000	38,000	38,000	38,000
Director	40,000	40,000	30,000	30,000	30,000	30,000	30,000	30,000	30,000	30,000	30,000
Executive Director	40,000	40,000	-	-	-	-	-	-	-	-	-

- Remark: - No other remunerations have been paid besides the monthly compensation and meeting allowance as proposed above.
- In any case, the Executive Directors of the Company shall not receive the meeting allowance.

For this agenda, directors who have conflict of interest and hold shares of the Company including their spouses and minor child abstained from the voting.

Questions, suggestions and clarifications made before casting votes on this agenda:

-None-

Resolution: The resolution of this agenda shall require the votes of not less than two-thirds of the total votes of the shareholders present at the meeting.

The Meeting resolved to approve the directors' remuneration for the year 2023 as proposed with the following voting results:

Vote for	Number of Votes	% of the shareholders present at the meeting
- Approve	4,148,688,424	96.4996
- Disapprove	140,418,150	3.2662
- Abstain	10,069,885	0.2342

Remark: In this agenda item, there were additional shareholders attending the Meeting, representing 5,833 shares.

Agenda 7: To consider and approve the Directors' bonus for the year 2022

The Chairman of the Meeting assigned "Mr.Adul Vinaiphat" (Chairman of Nomination and Remuneration Committee) to notify the Meeting.

Mr.Adul Vinaiphat notified the Meeting that The Board of Directors has considered and agreed with the proposal of the Nomination and Remuneration Committee which has an approval to propose such to the Shareholders' Meeting for consideration and approval of the year 2022 annual bonus compensation for all Directors

(Translation)

of not exceeding THB 13 million, increased by THB 2 million from the year 2021, which has considered on the Company's operating results. The comparison of Directors' bonus for the past years are as follows:

Unit: Million Baht

Description	2022 (To Consider)	2021	2020
Directors' bonus	13	11	12.5

For this agenda, Directors who have conflict of interest and hold shares of the Company including their spouses and minor child abstained from the voting.

Questions, suggestions and clarifications made before casting votes on this agenda:

-None-

Resolution: The resolution of this agenda shall require the votes of not less than two-thirds of the total votes of the shareholders present at the meeting.

The Meeting resolved to approve the directors' bonus for the year 2022 as proposed. The voting results were as follows:

Vote for	Number of Votes	% of the shareholders present at the meeting
- Approve	4,028,792,272	93.7106
- Disapprove	261,529,802	6.0832
- Abstain	8,864,385	0.2062

Remark: In this agenda item, there were additional shareholders attending the Meeting, representing 10,000 shares.

Agenda 8: To consider and approve the appointment of auditors and audit fee for the year 2023

The Chairman of the Meeting assigned "Mr. Rachai Wattanakasaem", (Chairman of the Audit Committee) to notify the Meeting.

Mr. Rachai Wattanakasaem notified the Meeting that Section 37 of the Articles of Association set forth that "The matters to be consider in Annual General Meeting of shareholders in clause (5) is to appoint the Company's auditors and determining remuneration of the auditors."

The Audit Committee and the Board of Directors have considered of the duties and responsibilities over the financial statements of the Company as shown in the "Report of the Board of Directors' Responsibility for the Financial Statements" and "Report from the Audit Committee" which are shown in the 56-1 One Report, which has been distributed (on QR Code Form) to the shareholders together with the invitation letter of this meeting therefore, the Audit Committee and the Board of Directors would like to propose the Shareholders' Meeting for consideration and approval for the appointment of the auditors of EY Office Limited to be the Company's auditors of the year 2023 as per the following names:

(Translation)

- | | | | | | |
|----|---------------|--------------------|-----|----------|--------|
| 1. | Ms. Pimjai | Manitkajohnkit | CPA | No. 4521 | and/or |
| 2. | Mrs. Gingsarn | Atsawarangsarit | CPA | No. 4496 | and/or |
| 3. | Ms. Orawan | Techawatanasirikul | CPA | No. 4807 | and/or |
| 4. | Mrs. Nummon | Kerdmongkhonchai | CPA | No. 8368 | and/or |
| 5. | Ms. Wilaiporn | Chaowiwatkul | CPA | No. 9309 | |

Ms. Pimjai Manikajohnkit has signed on the Company's financial statement in previous year
4 other auditors have never signed on the Company's financial statement in the period of 7 years ago

The Company's Audit Fee is in the amount of THB 1,450,000. The comparison of the Audit Fee for the past years are as follows:

Unit: Million Baht

Item	2023 (To Consider)	2022	2021
Audit Fee	1.45	1.45	1.45

Among other things, the previously mentioned 5 auditors are not shareholders of the Company, are not related to the Company, and do not have been any interest with the Company/the subsidiaries/the executives/the major shareholder or related persons with all of the aforesaid and do not provide any advisory service to the Company, and therefore, be independent in verifying and expressing their opinions in relation to the Company's financial statement.

Whereas the Company has its policy to change its auditors from the same auditing firm every 7 years due to differences in point of view and attitudes of each auditor, which the Company believes that their recommendations would be benefit to the Company.

The Audit Committee has considered that the Company has been appointing auditors from EY Office Limited as auditors for the Company and its subsidiaries since 1991- Present. In the Company's point of view, EY Office Limited possesses multinational networks and have been recognized internationally which shall lead to equivalent auditing standard of the Company and its subsidiaries. Moreover, the past performances of EY Office Limited are considered to be satisfactory, therefore, the Board of Directors and the Audit Committee would like to propose the appointment of the auditors of EY Office Limited to be the Company's auditors of the year 2023, according to the list of the auditors name mentioned above and propose the Company's audit fee is in the amount of THB 1,450,000.

Questions, suggestions and clarifications made before casting votes on this agenda as follows:

-None-

(Translation)

Resolution: The resolution of this agenda shall require the majority of votes of the shareholders present and voting at the meeting.

The Meeting resolved to approve the appointment of the Company's auditors and audit fee for the year 2023 in the amount of THB 1,450,000 as proposed. The voting results were as follows:

Vote for	Number of Votes	% of the shareholders present and voting at the meeting
- Approve	4,298,167,909	100.0000
- Disapprove	-	0.0000
- Abstain	1,018,550	Not Count

Remark: In this agenda item, there were no shareholders attending the Meeting.

Agenda 9: To consider and approve the amendment to the Company's Articles of Association to be in line with the Public Limited Companies Act (No. 4) 2022

The Chairman of the Meeting assigned "Mr. Chinnadej Siripornpisal", (the Officer of Company Secretary Department) to notify the Meeting.

Mr. Chinnadej Siripornpisal notified the Meeting that to comply with the Public Limited Companies Act B.E. 2535 (1992) as amended in 2022 (the Public Limited Companies Act (No. 4) 2022) to support the developments and changes in technology. The Public Limited Companies Act now permits public limited companies to use electronic means for conducting the Board of Directors' meeting and shareholders' meeting, serving notices or documents, and granting proxies for shareholders attendance. Therefore, to facilitate the holding of meetings and the delivery of documents, the amendment of the Company's Articles of Association in a total of 6 Articles, which are Article 27, Article 32, Article 33, Article 35, Article 42, and Article 47, the details are as follows the Notice of the Meeting as well as the Factual Details and Reasons for the Shareholders' consideration per Enclosure 1, page 13 - 18.

The details are as follows;

CHAPTER 4 : BOARD OF DIRECTORS

Original

ARTICLE 27 In calling a meeting of the Board of Directors, the Chairman or the person assigned by the Chairman shall send the notice of meeting to the directors or their representatives by registered post or by hand, indicating the date, time, venue of the meeting and matters to be discussed in the meeting not less than seven days prior to the date of the meeting. However, in case of necessity and urgency to sustain the rights or interest of the Company, a meeting may be called by other means and the date of the meeting may be fixed earlier.

Amendment

ARTICLE 27 In calling a meeting of the Board of Directors, the Chairman or the person assigned by the Chairman shall send the notice of meeting to the directors or their representatives by registered post or by hand, indicating the date, time, venue of the meeting and matters to be discussed in the meeting not less than three days prior to the date of the meeting. However, in case of necessity and urgency to

(Translation)

sustain the rights or interest of the Company, a meeting may be called by electronic means or any other means and the date of the meeting may be fixed earlier.

CHAPTER 5: GENERAL MEETING OF SHAREHOLDERS

Original

ARTICLE 32 The Board of Directors shall call a meeting of shareholders which is an annual ordinary meeting of shareholders within four months of the last day of the accounting year of the Company. The meeting of shareholders other than the above mentioned shall be called extraordinary meeting. The Board of Directors may call an extraordinary meeting of shareholders at any time as deemed appropriate or one or more shareholders who are holding shares amounting to not less than ten (10) percent of the total number of shares sold may, by subscribing their names, request the Board of Directors to call an extraordinary meeting at any time, but the reasons for calling such meeting shall be clearly stated in such request. In this regard, the Board of Directors shall proceed to call a meeting of shareholders to be held within forty five (45) days from the date of receiving the request from the shareholders.

In the case where, the Board of Directors fails to arrange for the meeting within such period, one or more shareholders who have subscribed their names or other shareholders holding the required aggregate number of shares may themselves call the meeting within forty-five (45) days as from the date of expiration of the above period. In such case, the meeting is deemed to be shareholders' meeting called by the Board of Directors and the Company shall be responsible for necessary expenses as may be incurred in the course of convening such meeting and shall reasonably provide facilitation.

In the case where at the meeting called by the shareholders under the previous paragraph, the number of the shareholders presented does not constitute quorum as prescribed by Article 34, then the shareholders under the previous paragraph shall jointly compensate the Company for the expenses incurred in arrangements for holding that meeting.

Amendment

ARTICLE 32 The Board of Directors shall call a meeting of shareholders which is an annual ordinary meeting of shareholders within four months of the last day of the accounting year of the Company. The meeting of shareholders other than the above mentioned shall be called extraordinary meeting. The Board of Directors may call an extraordinary meeting of shareholders at any time as deemed appropriate or one or more shareholders who are holding shares amounting to not less than ten (10) percent of the total number of shares sold may, by subscribing their names, request the Board of Directors to call an extraordinary meeting at any time, but the reasons for calling such meeting shall be clearly stated in such request. In this regard, the Board of Directors shall proceed to call a meeting of shareholders to be held within forty five (45) days from the date of receiving the request from the shareholders.

In the case where, the Board of Directors fails to arrange for the meeting within such period, one or more shareholders who have subscribed their names or other shareholders holding the required aggregate number of shares may themselves call the meeting within forty-five (45) days as from the date of expiration of the above period. In such case, the meeting is deemed to be shareholders' meeting called by the Board of Directors and the Company shall be responsible for necessary expenses as may be incurred in the course of convening such meeting and shall reasonably provide facilitation.

(Translation)

meeting called by the Board of Directors and the Company shall be responsible for necessary expenses as may be incurred in the course of convening such meeting and shall reasonably provide facilitation.

In the case where, at the meeting called by the shareholders under the previous paragraph, the number of the shareholders presented does not constitute quorum as prescribed by Article 34, then the shareholders under the previous paragraph shall jointly compensate the Company for the expenses incurred in arrangements for holding that meeting.

The shareholders who called the meeting may send the notice of the meeting via electronic means. If the shareholders has notified the intention or given consent to the company means by complying with the relevant laws.

In this regard, the shareholders' meeting may be held via electronic means. The meeting via electronic means by complying with the relevant laws.

Original

ARTICLE 33 In calling a shareholders' meeting, the Board of Directors shall send the notice of the meeting indicating the venue, date, time, agenda of the meeting, as well as the subject matters to be submitted to the meeting together with proper details and the Board of Directors' opinions on such matters, not less than seven days before the date of the meeting. Furthermore, publication of the notice of the meeting shall also be made in a newspaper for a period of three consecutive days and not less than three days before the date of the meeting.

The Board of Directors or the assigned director shall determine the date, time and venue of the shareholders' meeting and the meeting venue shall be in the locality where the Company's head office or branch office is located or in the neighboring province of the Company's head office or branch office or other province as the Board of Directors deems appropriate.

Amendment

ARTICLE 33 In calling a shareholders' meeting, the Board of Directors shall send the notice of the meeting indicating the venue, date, time, agenda of the meeting, as well as the subject matters to be submitted to the meeting together with proper details and the Board of Directors' opinions on such matters, not less than seven days before the date of the meeting. Furthermore, publication of the notice of the meeting shall also be made in a newspaper for a period of three consecutive days and not less than three days before the date of the meeting or advertised via electronic means by complying with the relevant laws.

The Board of Directors or the assigned director shall determine the date, time and venue of the shareholders' meeting and the meeting venue shall be in the locality where the Company's head office or branch office is located or in the neighboring province of the Company's head office or branch office or other province as the Board of Directors deems appropriate. If the event that the shareholders' meeting is held via electronic means, the head office of the Company shall be deemed to be the venue of the meeting.

(Translation)

Original

ARTICLE 35 For the shareholders' meetings, any shareholder may appoint his proxy to participate in the meeting and vote at the meeting on his behalf. The instrument appointing a proxy shall be dated and signed by the shareholder and shall be in the form as specified by the registrar.

This instrument appointing a proxy shall be submitted to the Chairman or the person named by the Chairman at the meeting before the proxy participate in the meeting.

Amendment

ARTICLE 35 For the shareholders' meetings, any shareholder may appoint his proxy to participate in the meeting and vote at the meeting on his behalf. The instrument appointing a proxy shall be dated and signed by the shareholder and shall be in the form as specified by the registrar.

This instrument appointing a proxy shall be submitted to the Chairman or the person named by the Chairman at the meeting before the proxy participate in the meeting.

In appointing a proxy under paragraph, it may be carried out via electronic means in accordance means by complying with the relevant laws.

CHAPTER 6 : ACCOUNTING, FINANCE AND AUDIT

Original

ARTICLE 42 Under Article 43, dividends shall not be paid from other sources than profit and if the Company has accumulative loss, no payment of dividends shall be made. If the Company earns a profit, the Board of Directors should recommend the Company should to allocate a portion of net profit as reserve after tax to pay the dividend as long as it does not cause damage to the Company's capital.

Dividends shall be allocated to each share equally.

The Board of Directors may from time to time pay to the shareholders interim dividends if it views that the profit of the Company justifies such payment. The payment of interim dividends shall be reported to the shareholders at the next general meeting of shareholders.

The payment of dividends shall be made within one month from the date that a resolution is passed by the shareholders' meeting or the Board of Directors, as the case may be. Written notice shall also be sent to the shareholders and publication of the notice of such payment of dividends shall be made in a newspaper within one month from the date that a resolution is passed by the shareholders' meeting or the Board of Directors, as the case may be.

Amendment

ARTICLE 42 Under Article 43, dividends shall not be paid from other sources than profit and if the Company has accumulative loss, no payment of dividends shall be made. If the Company earns a profit, the Board of

(Translation)

Directors should recommend the Company should to allocate a portion of net profit as reserve after tax to pay the dividend as long as it does not cause damage to the Company's capital.

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The payment of dividends shall be made within one month from the date that a resolution is passed by the shareholders' meeting or the Board of Directors, as the case may be. Written notice shall also be sent to the shareholders and publication of the notice of such payment of dividends shall be made in a newspaper within one month from the date that a resolution is passed by the shareholders' meeting or the Board of Directors, as the case may be.

An advertisement of such a dividends payment notice may be made via electronic means instead of publication in the newspaper specified under the preceding paragraph, by complying with the relevant laws.

CHAPTER 7 : ADDITIONAL PROVISIONS

Original

N/A (The existing Company's Articles of Association consists of 46 Article.)

Amendment

ARTICLE 47 In the event that the Company or the Board of Directors is obliged to send letters or documents in accordance with the provisions of the Public Limited Companies Act B.E. 2535 (1992) (including any amendments thereto) to the directors, shareholders, or creditors of the Company, if such persons have notified their intention to receive or consented to the delivery of, letters or documents via electronic means, the Company or the Board of Directors may send such letters or documents via electronic means by complying with the relevant laws.

Questions, suggestions and clarifications made before casting votes on this agenda as follows:

-None-

Resolution: The resolution of this agenda shall require the votes of not less than three-fourths of the total votes of the shareholders present and voting at the meeting

The Meeting resolved to approve the amendment to the Company's Articles of Association to be in line with the Public Limited Companies Act (No. 4) 2022. The voting results were as follows:

(Translation)

Vote for	Number of Votes	% of the shareholders present and voting at the meeting
- Approve	4,296,252,859	99.9318
- Disapprove	1,933,500	0.0450
- Abstain	1,000,000	0.0232

Remark: In this agenda item, there were reduction shareholders attending the Meeting, representing 100 shares.

Agenda 10: Other businesses (if any)

The Chairman of the Meeting announced that this agenda for shareholders to ask questions so that the Board of Directors would be able to clarify questions (if any) and opened the floor for questions.

Mr. Panachai Korsawatworakul (Shareholder) inquired that since the Company has a relatively low debt-to-equity ratio, does the Company have any plan to launch proactive projects worth more than 20,000 million baht per year?

Mr. Chalerm Kiettitanabumroong informed that the Company already has plans to expand the projects with an increase of around 10-20% per year.

Mr. Waratsin Ngamchad (Shareholder) inquired whether the amendment of the Company's Articles of Association includes the documents on dividend payment.

Ms. Apinya Jarutrakulchai clarified that the revised Articles of Association already include the aforementioned documents.

Mr. Chau nga Yau (proxy) inquired as follows:

1. What is the Company's revenue and profit targets for this year and next year?

Mr. Pravit Choatewattanaphun informed that the Company expects to grow by about 15% with the focus on single-detached house projects.

2. Can the Company provide details of the opening plans and values of the projects in 2023 and 2024?

Mr. Pravit Choatewattanaphun informed that the Company plans to launch 7 projects in 2023 with value of approximately 10,000 million baht.

3. Can the Company provide information on the sales situation at the beginning of the year, such as bank rejections, presales and transfer volumes?

(Translation)

Mr. Pravit Choatewattanaphun informed that the overall sales in Q1 are likely to be close to Q4 of 2022, mainly from customers who focus on single-detached house, with part of the sales from condominiums. As for the transfer volume, it is not possible to provide this information at the moment because we have to wait for the announcement of the Q1 financial statements.

4. Does the Company have any plan or approach that can increase profit to more than 3.5 billion baht like in 2018?

Mr. Chalerm Kiettitanabumroong informed that the Company is trying to achieve the revenue target, which is an increase of about 10-15% per year.

5. Does the Company have any plan to expand to other businesses in addition to the existing one?

Mr. Chalerm Kiettitanabumroong informed that at the moment, the Company has no plan for additional businesses.

6. It is suggested that the Company should consider participating in the Opportunity Day event organized by the Stock Exchange of Thailand.

Mr. Chalerm Kiettitanabumroong informed that at the moment, the Company has no plan to attend the event.

7. As for the details of the increase of income by 10-20% per year, how will the Company adjust its sales and investment strategy?

Mr. Pravit Choatewattanaphun informed that the Company has set a growth target of about 10% due to the projection that GDP will improve in 2023. And in 2022, the Company also launched the Laddarom and Prukpirom projects, which are mid to high tier projects that have good sales, and it is expected that the sales of these project will increase this year as well. Also, the country's reopening policy should help increase the sales of condominium in Bangkok, therefore it is expected that in 2023, the Company will grow at around 15%.

Mr. Kamchai Charungkitkul (shareholder) inquired about the growth prospects of the hotel business.

Mrs. Suwanna Bhuddhprasart informed that this year, the growth of the hotel business is expected to be much better than the previous year. This is because from May 2022, the government has relaxed its policy which results in an increased number of tourists. Therefore, it is expected that in 2023, the Company should have a similar growth to that of 2019, which was a period before the COVID-19 pandemic. The room rate since March onwards is also close to that of 2019.

(Translation)

Mr. Waratsin Ngamchad (Shareholder) inquired about the overview of the Company's projects. Which region will the Company focus on?

Mr. Pravit Choatewattanaphun clarified that the Company will focus on projects mainly in Bangkok and its vicinity areas. As for the projects in the provinces, there are less than 5% of total revenue, and they are mainly mid to high tier housing projects.

Mr. Panachai Koosawatworakul (Shareholder) inquired that according to the news that QHHR fund will sell Centre Point Silom hotel into Real Estate Investment Trust (REIT). How will the Company record profit from this transaction?

Mrs. Suwanna Bhuddhprasart clarified that since the lease of the Centre Point Silom hotel will expire in the middle of this year, the Company will allow QHHR to be a tenant instead. Therefore, there will be no profit recognition for this project.

Mr. Supachai Phosod (shareholder) inquired what the Company's plans and goals are for the next 3-5 years and where the Company would like to be in the industry.

Mr. Chalerm Kiettitanabumroong informed that the Company aims to grow approximately 15% per year, with values of nearly 10,000 million baht in 2023, 11,000 million baht in 2024, and 12,000 million baht in the following year. The focus will be on low-rise projects because the high-rise market is quite saturated. The Company will mainly focus on achieving sales targets.

Thereafter, no other shareholders raised any questions or comments to the committee, the Chairman of the Meeting expressed his appreciation to the shareholders for their time to attend the shareholder's meeting, and then declared the 2023 Annual General Meeting of Shareholders adjourned at 12.10 p.m.

Signed Boonsom Lerdhirunwong Chairman of the Meeting
(Mr. Boonsom Lerdhirunwong)

Signed Apinya Jarutrakulchai Company Secretary
(Ms. Apinya Jarutrakulchai)

Signed Chinnadej Siripornpisal Recorder
(Mr. Chinnadej Siripornpisal)

The Information of the Company's Directors who appointed to be Directors

Name : Mr. Adisorn Thananan-narapool

Position : Director and Chairman of the Nomination and Remuneration Committee

Age : 70 Years

Directorship : 21 Years (APR 9, 2003 – Present)

**Educational Profile**

Educational	Major	University
Stanford Executive Program (SEP)	Graduate School of Business	Stanford University
Master Degree	Business Administration (MBA)	Thammasat University
Bachelor Degree	Accounting	Thammasat University

Training

Institution/ Program : Thai Institute of Directors Association (IOD)
 2004 - Directors Certification Program (DCP)
 - Directors Accreditation Program (DAP)

Other Training

Capital Market Academy (CMA 2)

Working Experience in the 5 preceding years**(1) Director position in Quality Houses Plc.**

During	Position	Company Name	Type of Business
Apr 2023 – Present	Chairman of the Nomination and Remuneration Committee	Quality Houses Plc.	Property Development
2003 – Present	Director		
2018 – Apr 2023	Member of the Nomination and Remuneration Committee		

(2) Director position in other companies

During	Position	Company Name	Type of Business
a) Director of - listed companies			
2013 – 2021	Director and Managing Director	Land and Houses Plc.	Property Development
2002 - Mar.2013	Director and Senior Executive Vice President		

(2) Director position in other companies

During	Position	Company Name	Type of Business
b) Director of - non-listed company			
2013 - 2021	Director	Land And Houses U.S.A.,INC.	Property Development
2005 - 2021	Director	L&H Property Co., Ltd.	Property Development
2004 - 2021	Director	LH Asset Co.,Ltd.	Property Development
2004 - 2021	Director	L H Realestate Co.,Ltd.	Property Development
2002 - 2021	Director	Land and Houses Property Fund II	Property Fund
2001 - 2021	Director	LH Muang Mai Co.,Ltd.	Property Development
1991 - 2021	Director	LH Mall & Hotel Co.,Ltd.	Property Development

(3) Director position in other rival incorporation / conflict of interest

-None-

Shareholding Status : 1,101 Shares representing 0.00001 %

(as of December 31,2023)

No. of 2023 Meeting attendance.

1. Board of Directors' Meeting : 9 attendances out of total 9 meetings
2. The Nomination and Remuneration Committee' Meeting : 5 attendances out of total 5 meetings

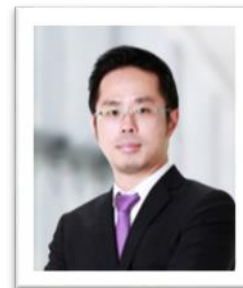
The Information of the Company's Directors who appointed to be Directors

Name : Mr. Achawin Asavabhokin

Position : Director

Age : 49 Years

Directorship : 6 Years (December 26, 2017 – Present)

**Educational Profile**

Educational	Major	University
Bachelor Degree	Industrial engineering	University of Pennsylvania , USA
Bachelor Degree	Finance	University of Pennsylvania , USA

Training

Institution/ Program : Thai Institute of Directors Association (IOD)
 2014 - Directors Certification Program (DCP)

Others

2023 - Corporate Governance Training, Center of Global Best Practices

- CFO'S Orientation Course, The Stock Exchange of Thailand
- TLCA CFO Professional Development Program 2023, Thai Listed Company Association
- TLCA CFO No. 6/2023 "What is the future of the CFO role?", Thai Listed Company Association

2022 - Fund Manager Refresher, Association of Investment Management Companies

Working Experience in the 5 preceding years**(1) Director position in Quality Houses Plc.**

During	Position	Company Name	Type of Business
2017 – Present	Director	Quality Houses Plc.	Property Development

(2) Director position in other companies

During	Position	Company Name	Type of Business
a) Director of 2 listed companies			
2023 – Present	Chief Finance Officer	Land and Houses Plc.	Property Development
2018 – Present	Director		
2014 - Present	Director	Home Product Center Plc.	Retail

During	Position	Company Name	Type of Business
b) Director of 1 non-listed company			
2023 – Present	Director	LH Mall & Hotel Co., Ltd.	Property Development
2018 - 2023 2011 - 2018	<i>Senior Executive Vice President, Chief Marketing Officer</i> <i>Executive Vice President, Product & Foreign Fixed Income Group</i>	SCB Asset Management Co.,Ltd.	Asset Management

(3) Director position in other rival incorporation / conflict of interest

- None -

Shareholding Status : -None -

(as of December 31,2023)

No. of 2023 Meeting attendance.

1. Board of Directors' Meeting: 9 attendances out of total 9 meetings

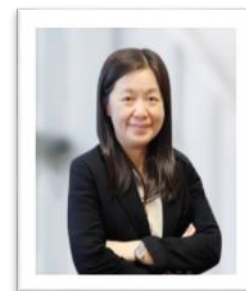
The Information of the Company's Directors who appointed to be Directors
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Name : Ms. Apinya Jarutrakulchai

Position : Director, Member of the Risk management Committee,
Member of the Sustainable Development and
Corporate Governance Committee,
Senior Executive Vice President, CFO,
and Company Secretary

Age : 62 Years

Directorship : 6 Years (August 10, 2018 – Present)

**Educational Profile**

Educational	Major	University
Master Degree	Business Administration (MBA)	National Institute of Development Administration (NIDA)
Bachelor Degree	Business Administration	University of the Thai Chamber of Commerce

Training

Institution/ Program : Thai Institute of Directors Association (IOD)
2016 How to Develop Risk Management (HRP)
- Director Accreditation Program (DAP)

Thai Listed Companies Association (TLCA)
TLCA CFO Professional Development Program 2023

- TLCA CFO No.4/2023 “Green Assets: Opportunities for Sustainable Development”
- TLCA CFO No.6/2023 “What is the future of the CFO role?”
- TLCA CFO No.7/2023 “Economic Update for CFO” (2nd)”

TLCA CFO Professional Development Program 2022
TLCA CFO Professional Development Program 2021
TLCA CFO Professional Development Program 2020
TLCA CFO Professional Development Program 2019
Fundamentals for Corporate Secretaries (FCS)

The Stock Exchange of Thailand (SET)
Strategic CFO in Capital Markets (Class of 1st)

Other
Leases to Financial Statements and Important Financial Ratio/Federation of Accounting Professions
Accounting for Income Tax Year 2019

Working Experience in the 5 preceding years

(1) Director position in Quality Houses Plc.

During	Position	Company Name	Type of Business
Aug 2018 – Present	Director	Quality Houses Plc.	Property Development
Jun 2016 – Present	Company Secretary		
May 2016 – Present	Senior Executive vice President and Chief Financial Officer		
Dec 2023 – Present	Member of the Sustainable Development and Corporate Governance Committee		
2015 – Present	Member of the Risk management Committee		
2022 – Dec 2023	<i>Member of the Sustainable Development Committee</i>		
2015 – Dec 2023	<i>Member of the Corporate Governance Committee</i>		
2015 – 2016	<i>Executive vice President</i>		

(2) Director position in other companies

During	Position	Company Name	Type of Business
a) Director of - listed companies			
b) Director of 11 non-listed company			
2018 – Present	Director	Q.H. International Co., Ltd.	Property Leasing
2016 - Present	Director	Gusto Village Co., Ltd.	Property Development
2016 - Present	Director	The Confidence Co., Ltd.	Property Development
2016 - Present	Director	Centre Point Hospitality Co., Ltd.	Property Leasing
2016 - Present	Director	Casa Ville (Prachuabkhirikhan 2554) Co., Ltd.	Property Development
2016 - Present	Director	Casa Ville (Rayong 2553) Co., Ltd.	Property Development
2016 – Present	Director	Casa Ville (Chonburi 2554) Co., Ltd.	Property Development
2016 – Present	Director	Q.House Precast Co., Ltd.	Manufacture and sale of construction materials
2016 - Present	Director	Casa Ville (Petchburi 2553) Co., Ltd.	Property Development
2016 – Present	Director	Casa Ville Co., Ltd.	Property Development
2016 – Present	Director	Q.H. Management Co., Ltd	Service

(3) Director position in other rival incorporation / conflict of interest

- None -

Shareholding Status : None

(as of December 31, 2023)

No. of 2023 Meeting attendance.

1. Board of Directors' Meeting : 9 attendances out of total 9 meetings
2. The Risk management Committee' Meeting : 2 attendances out of total 2 meetings
3. The Corporate Governance Committee' Meeting : 4 attendances out of total 4 meetings
4. The Sustainable Development Committee' Meeting : 5 attendances out of total 5 meetings

(Translation)

**Conditions and Procedures for e- Register and the Appointment of Proxies to Attend
the 2024 Annual General Meeting of Shareholders**

Accordingly, in order to create transparency and fairness and to benefit the shareholders, Quality Houses Public Company Limited ("the Company") requires inspection of documents and other evidence showing the identity of the shareholder or its representative entitled to attend the shareholders' meeting. The details are as follows:

■ **e-Registration to DAP e-Shareholder Meeting system**

Shareholders, please study the e- Registration process to attend the meeting according to the User Manual as detailed in Enclosure No.10

Shareholders	Document Required
1. Thai Individual Person	Identification Card
2. Foreign Person	Passport
3. Juristic Person	
3.1 Attendance by an authorized representative of such shareholder	(1) A copy of Identification Card with certified as a true copy of such authorized representative (2) A Notice of Meeting (3) A copy of the Affidavit of that juristic person, issued by the Department of Business Development, The Ministry of Commerce, or by the relevant government authority and bears a date within a 30 day period prior to the date of the shareholders' meeting. The copy of the Affidavit must be certified as a true copy by such authorized representative and showing the name of such authorized representative as a person having authority to act on the shareholder's behalf
3.2 Attendance by Proxy	As detailed in documents required to support the appointment of a proxy in case of shareholder is a juristic person Page 48-49

■ **Appointment of the proxy Procedures**

- A shareholder can grant a proxy to only one person to attend and vote at the shareholders' meeting by using the attached Proxy Form.
- A shareholder may express the intention to vote either to approve, disapprove or abstain from voting on each item on the agenda by specifying in the Proxy Form for the proxy.

(Translation)

- A completed Proxy Form with the signature of the shareholder must be submitted to the chairman of the meeting or an authorized person prior to the meeting. If there is any material amendment or correction to the Proxy Form, a shareholder must countersign such amendment or correction. The Proxy Form must be affixed with a stamp duty of Baht 20.

Documents required to support the appointment of a proxy

(1) **If a shareholder is a natural person**, the following documents are required to be produced to register attendance:

- A notice of meeting with the signature, e-mail and mobile phone (for OTP) of proxy
- A certified copy of the identification card, or the government official identification card, or the passport (if the shareholder is a foreigner) of the grantor.
- A certified copy of the identification card, or the government official identification card, or the passport (if the shareholder is a foreigner) of the proxy

(2) **If a shareholder is a juristic person**, the following procedures and documents are required to be produced to register attendance:

- A notice of meeting with the signature, e-mail and mobile phone (for OTP) of proxy
- A Proxy Form must be signed by an authorized person of the juristic person whose name is shown in the Affidavit of that juristic person, issued by the Department of Business Development, The Ministry of Commerce, or by the relevant government authority, and bear a date within a 30 day period prior to the date of the shareholders' meeting. The Proxy Form should be sealed of the juristic person (if any).
- If the shareholder is a juristic person registered under Thai law, a copy of the Affidavit of that juristic person, issued by the Department of Business Development, The Ministry of Commerce, or by the relevant government authority and bears a date within a 30 day period prior to the date of the shareholders' meeting. The copy of the Affidavit must be certified as a true copy by the authorized person of that juristic person and bear the seal of the juristic person (if any).
- If a shareholder is a foreign juristic person, an Affidavit of that juristic person, issued by the relevant government authority of the country where the juristic person is registered and

(Translation)

located. The Affidavit is required to be certified by a notary public or another authorized authority and bear a date within 1 year period prior to the date of the shareholders' meeting.

- If a document is in a language other than English, an English translation certified as a true and correct translation by an authorized person of such juristic person.
- A certified copy of the identification card, or the government official identification card, or the passport (if the shareholder is a foreigner) of the proxy

Remark:

(1) The Company would like to ask the proxy to scan and send the Proxy Form and all documents as detailed above via e-mail at corp_secretary@qh.co.th and send hard copy via post at the address as detailed below within April 17, 2024

When the Company has checked the accuracy of the information and the list of shareholders according to the information as of the Record Date then the Company will send Username and Password to email of proxy for logging into the electronic meeting system (e-AGM).

(2) The Company has attached the Proxy Form B to each shareholder as specified by the declaration of the Business Development Department with regard to the proxy (chapter 5) B.E. 2550 which includes 3 types as follows:

- Form A The general proxy with uncomplicated format
- Form B The specific proxy where all agendas are strictly specified
- Form C The proxy for custodian on behalf of foreign investors

Proxy form A, B, C can be downloaded from www.qh.co.th. Investor Relations Section.

(3) Contact

Corporate Secretary Department

Quality House Public Co., Ltd.

No.1 Q House Lumpini Building, South Sathorn Road, Thungmahamek, Sathorn, Bangkok 10120

E-mail: corp_secretary@qh.co.th Fax: 02 677 7000

(Translation)

The information of the Independent Directors who represent as proxy for shareholders

1.



Name : Ms. Vilasna Poonpatpibul
Position : Independent Director, and Member of Audit Committee
Age : 51 Years
Address : 9/66 Soi Sukhumvit 39, Sukhumvit Road,
Klongtan Nuea, Watthana, Bangkok 10110

Interest in the agenda considered : Agenda No. 6 and 7

Special interests are different from other directors in the agenda considered : None

2.



Name : Assoc. Prof. Dr. Narongdech Srukhsosit
Position : Independent Director, and Member of Audit Committee
Age : 46 Years
Address : 18 Soi Ngamwongwan 3 Yak 8,
Ngamwongwan Road, Bangkrasor Sub-District,
Mueang Nonthaburi District, Nonthaburi Province
11000

Interest in the agenda considered : Agenda No. 6 and 7

Special interests are different from other directors in the agenda considered : None

(Translation)

The Company's Articles of Association relating to the Annual General Meeting of Shareholders and voting procedure

1. Calling of Shareholders Meeting

(Article 32) The Board of Directors shall call a meeting of shareholders which is an annual ordinary meeting of shareholders within four months of the last day of the accounting year of the Company. The meeting of shareholders other than the above mentioned shall be called extraordinary meeting. The Board of Directors may call an extraordinary meeting of shareholders at any time as deemed appropriate or one or more shareholders who are holding shares amounting to not less than ten percent of the total number of shares sold may, by subscribing their names, request the Board of Directors to call an extraordinary meeting at any time, but the reasons for calling such meeting shall be clearly stated in such request. In this regard, the Board of Directors shall proceed to call a meeting of shareholders to be held within forty five days from the date of receiving the request from the shareholders.

In the case where, the board of directors fails to arrange for the meeting within such period, one or more shareholders who have subscribed their names or other shareholders holding the required aggregate number of shares may themselves call the meeting within forty-five (45) days as from the date of expiration of the above period. In such case, the meeting is deemed to be shareholders' meeting called by the board of directors and the Company shall be responsible for necessary expenses as may be incurred in the course of convening such meeting and shall reasonably provide facilitation.

In the case where, at the meeting called by the shareholders under the previous paragraph, the number of the shareholders presented does not constitute quorum as prescribed by Article 34, then the shareholders under the previous paragraph shall jointly compensate the Company for the expenses incurred in arrangements for holding that meeting.

The shareholders who called the meeting may send the notice of the meeting via electronic means. If the shareholders has notified the intention or given consent to the company means by complying with the relevant laws.

In this regard, the shareholders' meeting may be held via electronic means. The meeting via electronic means by complying with the relevant laws.

(Article 33) In calling a shareholders' meeting, the Board of Directors shall send the notice of the meeting indicating the venue, date, time, agenda of the meeting, as well as the subject matters to be submitted to the meeting together with proper details and the Board of Directors' opinions on such matters,

(Translation)

not less than seven days before the date of the meeting. Furthermore, publication of the notice of the meeting shall also be made in a newspaper for a period of three consecutive days and not less than three days before the date of the meeting or advertised via electronic means by complying with the relevant laws.

The Board of Directors or the assigned director shall determine the date, time and venue of the shareholders' meeting and the meeting venue shall be in the locality where the Company's head office or branch office is located or in the neighboring province of the Company's head office or branch office or other province as the Board of Directors deems appropriate. And the event that the shareholders' meeting is held via electronic means, the head office of the Company shall be deemed to be the place of the meeting.

2. The quorum

(Article 34) The quorum of a shareholders meeting shall be either not less than 25 shareholders and the total number of shares altogether should not less than one-third of the total number of shares sold or the number of shareholders present and proxies (if any) not less than half of total number of shares altogether should not less than one-third of the total number of shares sold.

If after an hour from the time state for ant meeting, the number of shareholders present does not constitute a quorum as specified, such meeting shall be cancelled if such meeting was requested by shareholders. However, in some other cases, the meeting shall be called again and notice for a new meeting shall be sent to shareholders not less than 7 days before the date of meeting. In the new meeting, no quorum be required.

3. Granting Proxy

(Article 35) For the shareholders' meetings, any shareholder may appoint his proxy to participate in the meeting and vote at the meeting on his behalf. The instrument appointing a proxy shall be dated and signed by the shareholder and shall be in the form as specified by the registrar.

This instrument appointing a proxy shall be submitted to the Chairman or the person named by the Chairman at the meeting before the proxy participate in the meeting.

In appointing a proxy under paragraph, it may be carried out via electronic means in accordance means by complying with the relevant laws.

4. Voting

(Article 36) In casing votes, each shareholder shall have votes equivalent to the number of shares held. The resolution of the shareholders meeting shall comprise the votes as follows;

(Translation)

- (1) All general cases: resolutions shall require a majority of the total votes cast by shareholders present and votes at the meeting. In case the votes are tied, the Chairman of the meeting shall have a casting vote.
- (2) In the following cases, resolutions shall require not less than three-fourth of the total number of votes cast by the shareholders present and entitled to vote, which are
 - (a) sale or transferring whole or the important part of the Company's business to other persons;
 - (b) acquisition or acceptance of transfer business of other companies, or any private companies, by the Company;
 - (c) execution, amendment or terminate any agreements regarding granting of lease of all or the important part of the Company's business;
 - (d) to assign other person(s) to manage the Company's business;
 - (e) incorporated business with other persons with purpose of profit and loss sharing;
 - (f) amendment of the Company's Memorandum of Association or its Articles of Association;
 - (g) increasing and reduction of capital or issuing debentures; and
 - (h) Merger or dissolution of the Company.

5. Payment of Dividend and appropriation annual net profit

(Article 42) Under Article 43, dividends shall not be paid from other sources than profit and if the Company has accumulative loss, no payment of dividends shall be made. If the Company earns a profit, the Board of Directors should recommend the Company should to allocate a portion of net profit as reserve after tax to pay the dividend as long as it does not cause damage to the Company's capital.

Dividends shall be allocated to each share equally.

The Board of Directors may from time to time pay to the shareholders interim dividends if it views that the profit of the Company justifies such payment. The payment of interim dividends shall be reported to the shareholders at the next general meeting of shareholders.

The payment of dividends shall be made within one month from the date that a resolution is passed by the shareholders' meeting or the Board of Directors, as the case may be. Written notice shall also be sent to the shareholders and publication of the notice of such payment of dividends shall be made in a newspaper within one month from the date that a resolution is passed by the shareholders' meeting or the Board of Directors, as the case may be.

(Translation)

An advertisement of such a dividends payment notice may be made via electronic means instead of publication in the newspaper specified under the preceding paragraph, by complying with the relevant laws.

(Article 43) The Company shall allocate not less than five percent of the net annual profit less brought forward accumulative loss (if any) as reserve until the reserve fund reaches ten percent of the registered capital. Other than the reserve as specified, the Board of Directors may propose that the shareholders' meeting pass a resolution allocating funds as other reserves as it deems appropriate for operation of the Company's business.

6. Auditor(s)

(Article 40) The Company shall cause the preparation of the balance sheet and the income statement at the end of the Company's accounting to be proposed to an annual general meeting of shareholders for consideration and approval. The Board of Director shall also cause the audit by the auditor who is not a director, officer, employee or a person holding any positing in the Company to be completely conducted before proposing them to the annual general meeting of shareholders.

The auditor shall be entitled to make written clarification to be proposed to and shall have the duty of participating in the Company's shareholders meeting whenever the consideration of the balance sheet, income statement and problem on the Company's accounts is made so as to explain to the shareholders' meeting. In addition, the Company shall deliver to the auditor the reports and documents which the shareholders should receive for this shareholders' meeting.

Note: The Shareholders can check full version of The Company's Articles of Association on <http://www.qh.co.th>

Personal Data Protection Guideline for Shareholder's Meeting (Privacy Notice)

In accordance with the Personal Data Protection Act B.E. 2562

Quality Houses Public Company Limited ("The Company") realizes the importance of the protection of personal data and therefore upholds the guideline for security and privacy in respect of the personal data for the annual general meeting of shareholders and extraordinary general meeting (if any) (collectively referred to as "Shareholders' Meeting") as follows:

1. Purposes and Necessity for Collecting Personal Data

It is necessary for the Company to collect, use and disclose the personal data of shareholders for the purposes of compliance with the relevant applicable laws, namely the public limited company laws and the related security exchange laws for instances preparation of shareholder register book, determination of shareholder's right, and the Company is necessarily required to collect, gather, disclose and otherwise process your personal data and/or proxyholders' data for the purpose of Shareholders' Meeting, for instances documents delivery, votes casting and counting and other actions necessary for such Shareholders' Meeting.

2. Collected Personal Data and Source of Collection

The Company is required to collect your following personal data; name and surname, gender, nationality, age, the date of birth, national identification number passport number, deposit account number, address, shareholder's registration number, contract information, telephone number, email address (if any), any sound or video recordings, photography and other information seemed as personal data under the Personal Data Protection Laws. However, the Company will not process any types of sensitive data.

The Company may receive your personal data from the following means:

- (1) from the Shareholders' Meeting registration form, the copy of your national identification card or other identification documents submitted to the Company in relation to the Shareholders' Meeting;
- (2) from the Shareholders' Meeting registration via electronic;
- (3) from Thailand Securities Depository Company Limited or TSD's system as the Registrar of the Company;
- (4) by the additional collection of your personal data during the Shareholders' Meeting which includes sound recordings, photography, video recordings for the purposes of security, the promotional material for the Company's shareholders or other purposes permitted by laws, provided that such personal data collection will be made to the extent legitimate and permitted by law and where the data subject could reasonably expect.

Remark: Identification documents you submit to the Company may contain the sensitive data such as race, blood type or religion which are not necessary for the Shareholders' Meeting. You are advised to redact such data before submitting the documents to the Company. In case you do not redact the data, it will be regarded that you give us the consent to retain it.

3. Processing of your Personal Data

The Company is required to process your personal data as follows:

- (1) Your Personal data will be collected in both hard copy format and electronic form and disclosed to the relevant information technology service providers for the conduct or in the course of the Shareholders' Meeting such as the registration, verification and processing of the required shareholders' quorum, and votes counting;
- (2) Your personal data may be disclosed to the relevant authorities to the extent required by the statutory obligation, such as the filing of minutes of Shareholders' Meeting and the shareholders registry to the Department of Business Development, the Ministry of Commerce and the Stock Exchange of Thailand; or
- (3) Your personal data will be processed as deemed necessary for your benefit, such as the disclosure to the relevant bank for your dividend (if any).

4. Maintenance and retention of your Personal Data

The Company retains your personal data in both hard copy and electronic form at the Company's principal office or other storage places where the Company rents for the storage of documents. The Company will retain such personal data for the abovementioned purposes at least 10 years from the date the Company receives such personal data, and for legal purposes, including for the purpose of reference or audit. The Company shall take appropriate actions to erase, destroy the Personal Data when the period lapses.

5. The rights of the Data Subject

Subject to Personal Data Protection Act B.E. 2562, you have the right to consent, withdraw the consent, request for the rectification, object the retention, processing or disclosure, request for the erasure, or restrict the processing in relation to your personal data. You may exercise such rights under the law by submitting a written request to the Company by email or to the address set out below. The Company will process your request as soon as possible, which may take up to 30 days or more, depending on the volume and complexity of the request. The Company may refuse to take actions as requested if such refusal is permitted by law.

6. Contact Details

If you have any additional questions, please contact us by below address

Quality Houses Public Company Limited

Q House Lumpini 7th Floor,

1 South Sathon Rd., Thung Maha Mek, Sathon, Bangkok, Thailand.

Email: DPO@qh.co.th

(Translation)

Requisition Form of Form 56-1 One Report 2023

Date

Subject: Requisition for the Form 56-1 One Report 2023 (The Form 56-1 One Report will be sent to shareholders after Annual General Meeting date)

Thai English

To: Mr. Chinnadej Siripornpisal
Corporate Secretary Department

I, a shareholder of Quality Houses Public Company Limited, would like to request for the 2023 Form 56-1 One Report for the 2024 Annual General Meeting of shareholders to the address as follows:

Name of Shareholder.....

Residing at..... Road

Tambol/Khwaeng.....Amphur/Khet.....

Province.....Postal Code Telephone.....

Signed..... Shareholder
(.....)

Please fill in this form and send it back the Company via e-mail: chinnadej.s@qh.co.th

Or Scan this QR Code to submit the Requisition Form of Form 56-1 One Report 2023

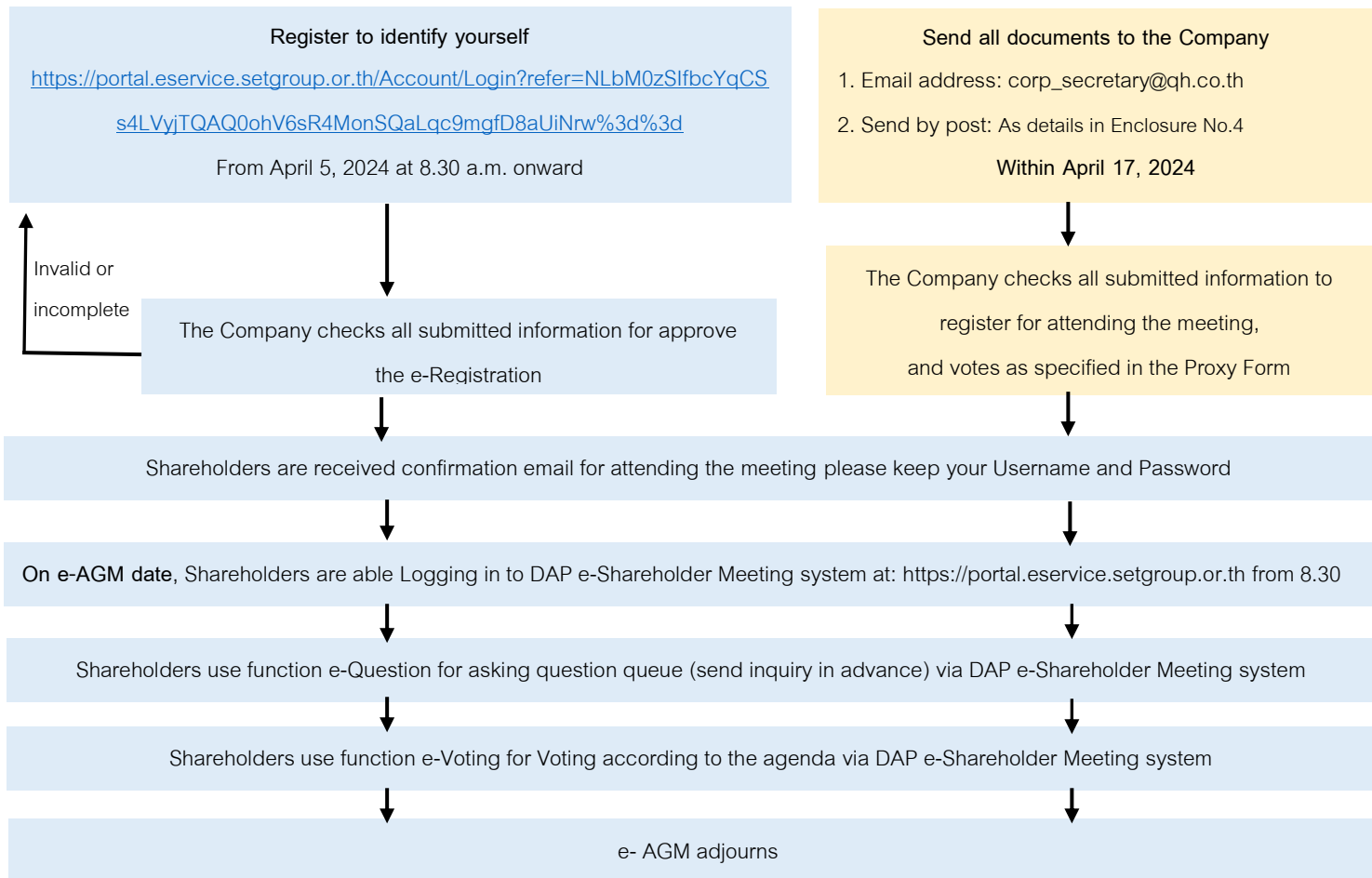
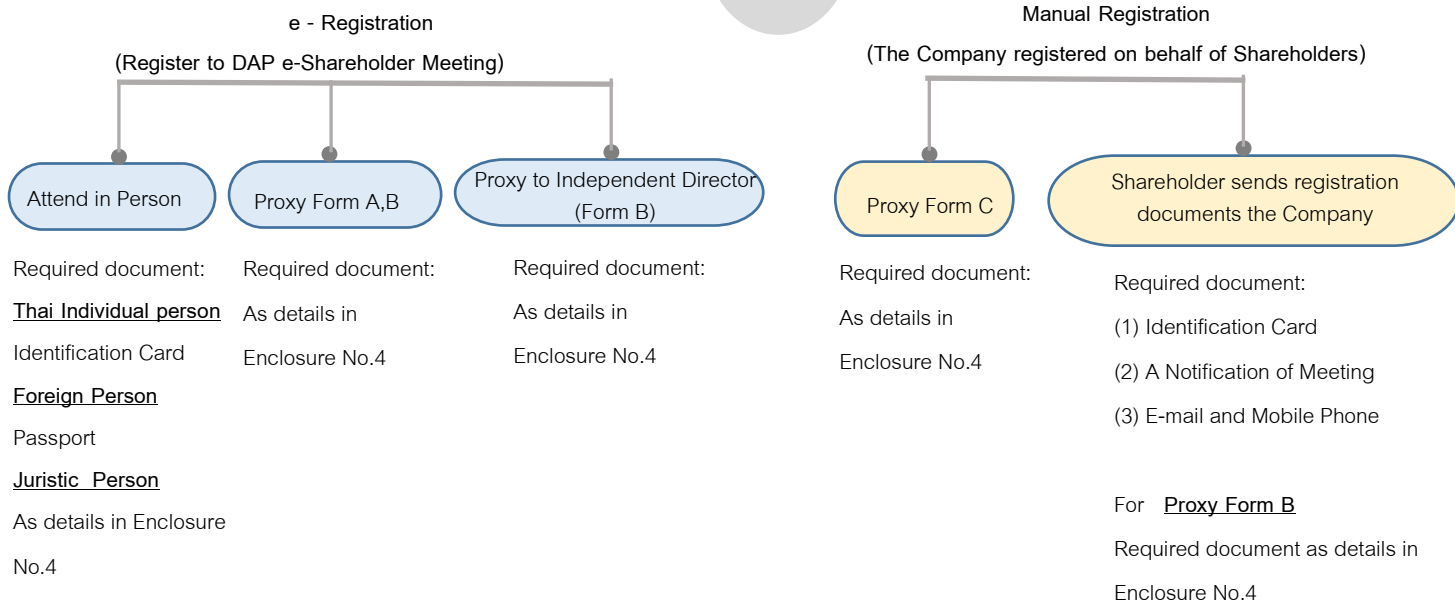


Corporate Secretary Department

Tel: 0-2677-7000 Ext: 605

Procedures for attending the 2024 Annual General Meeting of Shareholders via DAP e-Shareholder Meeting

As the 2024 Annual General Meeting of Shareholders of Quality Houses Public Company Limited is an electronic meeting (e-AGM) via DAP e-Shareholder Meeting only. The Company would like to inform procedures for attending the meeting through electronic as follows.



User Manual

e-Shareholder Meeting System



Contents

(Enclosure No.10)

1 Preparation for DAP e-Shareholder Meeting

2 Steps of e-Registration

3 Steps of joining the e-Meeting

4 e-Question and e-Voting functions

5 Resetting password

1 Preparation for DAP e-Shareholder Meeting

For registration, please prepare an electronic device with a camera.



PC Computer



Notebook



Tablet



Mobile



Access to DAP e-Shareholder Meeting via Web Browser.



Google Chrome
(recommended)



Safari



Edge

Documents required for registration

Individual shareholder



ID Card

or



Passport

Juristic person



Juristic person certificate



ID Card

or



Passport

Preparation for DAP e-Shareholder Meeting

e-Registration via DAP e-Shareholder Meeting system

Attend the meeting in person

Thai person Foreign person Juristic person

Proxy to another person (A)

Proxy to another person (B)

Proxy to independent director (B)



**DAP
e-Shareholder
Meeting**

Register by sending documents to the company*

1



For registration, shareholders submit the documents for identity verification to the company, as specified in the invitation to the shareholders' meeting

2



The company officer will check the information and proceed registration. The system will inform the shareholders of the registration result and username for attending the meeting.

* Please study the details of registration such as document list / document submission, as specified in the invitation to the shareholders' meeting

In case of proxy

For shareholder who is unable to attend the meeting, they may appoint a proxy. Please find more information about proxy in the invitation letter to shareholders' meeting.

2 Steps of e-Registration

Log in to register from the registration link provided in the invitation to the shareholders' meeting.

1 Click “New registration”

DAP E-Shareholder Meeting

TEST LISTED
Annual General Meeting of Shareholder for the year 2022 No. 1/2022
10 February 2022 via electronic meeting (E-AGM) at 3.00 PM

Login

Email
Email

Password
Password

Forgot password

Login

or

New registration

Investor Registration Manual
Recommended Browser: Chrome



2 Shareholders accept the terms and conditions for attending the shareholders' meeting via DAP e-Shareholder system by marking and click “OK”

ข้อตกลงและเงื่อนไขในการเข้าประชุมผู้ถือหุ้นผ่านระบบ DAP e-Shareholder Meeting

WGBr3t+... 1 / 2 36% +

ข้อตกลงและเงื่อนไขในการเข้าประชุมผู้ถือหุ้นผ่านระบบ DAP e-Shareholder Meeting

1

เมื่อใช้งานระบบ DAP e-Shareholder Meeting มีการใช้เทคโนโลยีเพื่อช่วยพิสูจน์ตัวตนของผู้ถือหุ้นก่อนการอนุมัติ (Approve) ให้เข้าร่วมประชุมผ่านระบบ DAP e-Shareholder Meeting เช่น มีการใช้ข้อมูลภาพใบหน้าตรงสองและจดจำใบหน้า (Face Recognition) ซึ่งข้อมูลดังกล่าวเป็นข้อมูลส่วนบุคคลที่มีความอ่อนไหวและมีความจำเป็นหรือที่เกี่ยวข้องกับการจัดการประชุมที่ผู้จัดประชุมได้จัดขึ้น

ผู้ถือหุ้นยินยอมให้ผู้จัดประชุมเก็บรวบรวม ใช้ และเปิดเผยข้อมูลส่วนบุคคลที่มีความอ่อนไหวของข้อมูลผู้ถือหุ้น เพื่อวัตถุประสงค์ในการจัดการประชุมที่ผู้จัดประชุมได้จัดขึ้น

หากผู้ถือหุ้นได้อ่านและตกลงผูกพันตามข้อตกลงและเงื่อนไขในการเข้าประชุมผู้ถือหุ้นผ่านระบบ DAP e-Shareholder Meeting รวมถึงการให้ความยินยอมเกี่ยวกับข้อมูลส่วนบุคคลที่มีความอ่อนไหวตามที่ระบุไว้ข้างต้นนี้แล้ว โปรดกดปุ่ม 'ตกลง' ด้านล่างเพื่อดำเนินการต่อไป

ยกเลิก ตกลง



2.1 Attend the meeting in person – Individual person with the ID Card

1 Choose a registration form

Attend in person Proxy

2 Specify the type of shareholder

Thai person Foreign person / Person without the ID card Juristic person

3 Fill out shareholder's information

- Name-Surname
- ID card number / laser code on the back of the ID card (optional)
- Date of birth
- Email address (It will be used as your username when logging in)
- Password
- Mobile phone number

Your password must be between 8-15 characters and must contain:

1. Uppercase letter
2. Lowercase letter
3. Number or Special characters

Shareholders consent to receive documents in electronic format from the meeting organizer by marking and click “Next”

4 Enter OTP



OTP will be sent to the mobile phone number and email you have entered.

(If shareholder have entered a foreign phone number, the OTP will be only sent to your email.)

Enter OTP and click “Next”

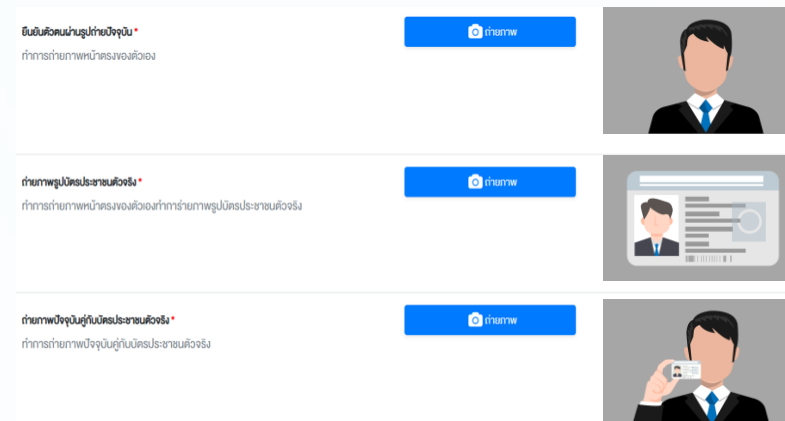
5 Take pictures of yourself

Shareholders need to take pictures of yourself holding the ID card as explained in 3 steps below:

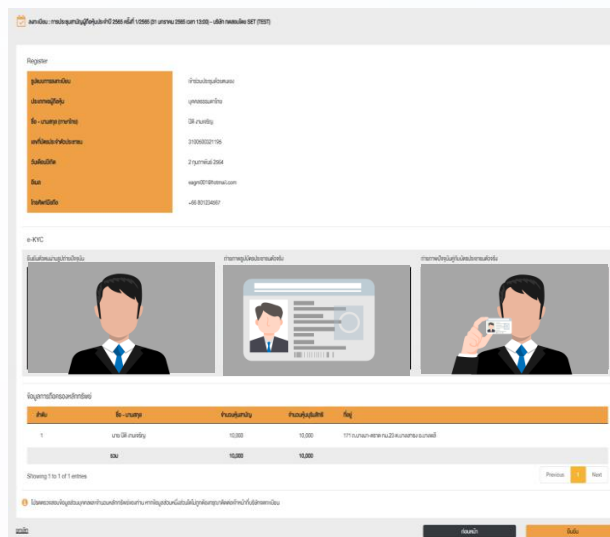
Picture 1 : Picture of yourself

Picture 2 : Picture of your ID card

Picture 3 : Picture of yourself holding the ID card



6 Review registration and securities holding information



Shareholders review the registration information and securities holding information. If the information is correct, click "Submit"

Please keep your username and password confidential. Your login account should never be disclosed to others.

2.2 Attend the meeting in person – Foreign person / Person without the ID card OR Juristic Person

1 Choose a registration form

Attend in person Proxy

2 Specify the type of shareholder

Thai person Foreign person / Person without the ID card Juristic person

3 Fill out personal information

Foreign person / Person without the ID card

- Name-Surname
- Passport / Non-Thai ID / Government Officer Number
- Email address (It will be used as your username when logging in)
- Password
- Mobile phone number

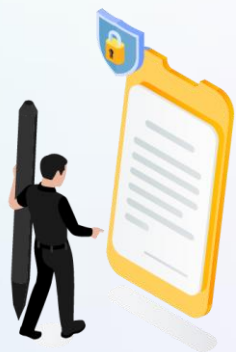
Juristic person

- Juristic person Name (Company Name)
- Registration Number
- Juristic person representative information: ID card number / laser code on the back of the ID card and date of birth (optional)
- Email address (It will be used as your username when logging in)
- Password
- Mobile phone number

Your password must be between 8-15 characters and must contain:

1. Uppercase letter
2. Lowercase letter
3. Number or Special characters

Shareholders consent to receive documents in electronic format from the meeting organizer by marking and click “Next”



4 Enter OTP



OTP will be sent to the mobile phone number and email you have entered.

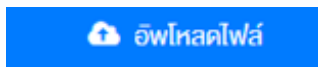
(If shareholder have entered a foreign phone number, the OTP will be only sent to your email.)

Enter OTP and click “Next”

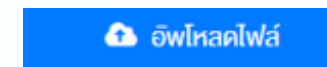
5 Take a picture of yourself / Attach files



Take a picture of yourself and upload attachments as specified in the invitation letter



Upload attachments as specified in the invitation letter

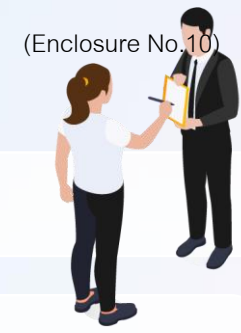


6 Review registration and securities holding information

Please keep your username and password confidential. Your login account should never be disclosed to others.



Shareholders review the registration information and securities holding information. If the information is correct, click “Submit”



2.3 Proxy to another person (A)

1 Choose a registration form

- Attend in person Proxy

2 Fill out the information of the shareholder who appoints a proxy and enter OTP

- Name-Surname
- ID card number / laser code on the back of the ID card
- Date of birth
- Email Address
- Mobile phone number

Shareholders consent to receive documents in electronic format from the meeting organizer by marking and click “Next”

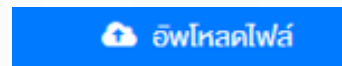
- Enter OTP

3 Specify the type of proxy

- Proxy to another person (A) Proxy to independent director (B)

4 Fill out proxies information

- Name-Surname / Age
- ID card number / Address
- Email Address
- Mobile phone number



The shareholder uploads the proxy form A with attachments as specified in the invitation letter

[Proxy form A can be downloaded at](#)



Click “Next”

5

Review registration and securities holding information

(Enclosure No.10)



Shareholders review the registration information and securities holding information. If the information is correct, click “Submit”

Proxies will receive an email with the initial password.

Proxies will have to reset a new password before logging in to DAP e-Shareholder Meeting



2.4 Proxy to another person (B)

(Enclosure No. 0)



1 Choose a registration form

Attend in person Proxy

2 Fill out the information of the shareholder who appoints a proxy and enter OTP

- Name-Surname
- ID card number / laser code on the back of the ID card (optional)
- Date of birth
- Email Address
- Mobile phone number

Shareholders consent to receive documents in electronic format from the meeting organizer by marking and click “Next”

- Enter OTP

3 Specify the type of proxy

Proxy to another person (B) Proxy to independent directors (B)

4 Fill out proxies information

Proxy to another person (B)

- Name-Surname / Age
- ID card number / Address
- Email Address
- Mobile phone number

Proxy to another person (B)

- Independent Director’s name

5

Cast a vote in advance

Agenda No 1 To acknowledge the overall operation of the Company during 2020

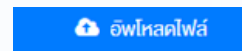
Agenda No 2 To consider and approve the Balance Sheet Statement and Profit and Loss Statement for the fiscal year ended 31st December 2020

Agree Disagree Abstain

Agenda No 3 To consider and approve the appointment of Directors for replacement of those who retired.

Agenda No 3.1 Mr. Somchai Kamtong

Agree Disagree Abstain



The shareholder uploads the proxy form B with attachments as specified in the invitation letter

Proxy form B can be downloaded at



Click "Next"

The shareholder who appoints a proxy cast a vote in advance for all agenda. There are 3 voting options:

- Agree
- Disagree
- Abstain

6

Review registration and securities holding information



Shareholders review the registration information and securities holding information. If the information is correct, click "Submit"

The shareholder will receive an email informing your proxy registration result to confirm that the proxy registration has been completed. However, the shareholder will not receive the password, as the proxy are appointed to independent director and your vote was already casted.

3 Steps of joining the e-Meeting

(Enclosure No.10)



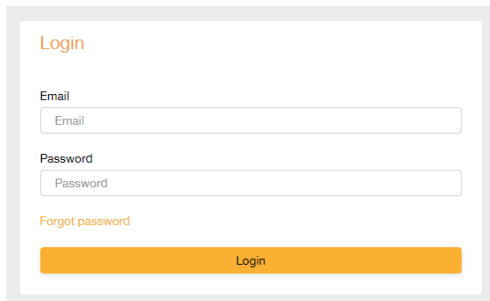
1

<https://portal.eservice.setgroup.or.th>

Shareholders log in to DAP e-Shareholder Meeting system on the date and time specified by the company

Click the meeting link in the email received from the system.

2



Login

Email

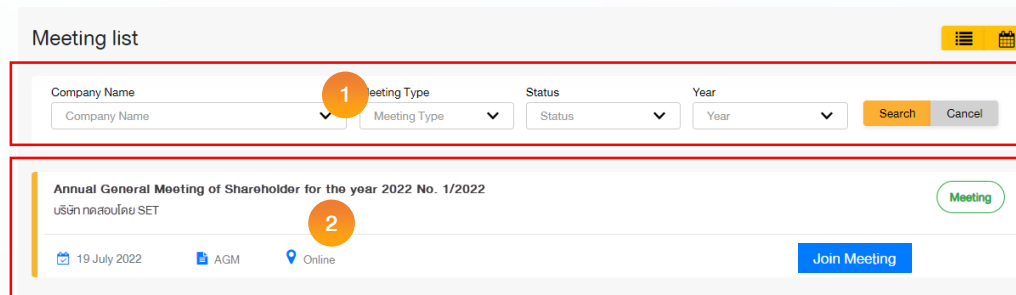
Password

Forgot password

Login

Enter Username (email address that you have registered) and Password

3



Meeting list

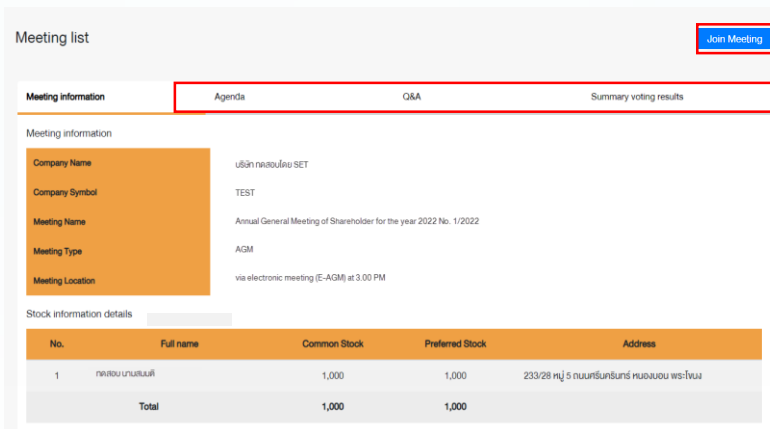
Company Name Meeting Type Status Year Search Cancel

Annual General Meeting of Shareholder for the year 2022 No. 1/2022 Meeting

19 July 2022 AGM Online Join Meeting

1. Search for the meeting by finding the Company name / Meeting type etc.
2. Click “Join Meeting” on the meeting you wish to join

4



Menu bar will display information as follow:

1. Meeting information
2. Meeting agenda
3. Your question list
4. Voting result (after announced)

- Click “Join Meeting” [Join Meeting](#)
- Agree to the terms and conditions of service by marking and click “Join Meeting”
- Confirm name and voting rights
- Enter OTP



3 Steps of joining the e-Meeting

Meeting Room

DAP e-Shareholder Meeting

1

Unmute Start video Start Sharing

Submit Vote Send Question

Open WebEx Leave Meeting

Agenda

- 1 To acknowledge the overall operation of the Company during 2021
- 2 To consider and approve the Balance Sheet Statement and Profit and Loss Statement for the fiscal year 2020
- ★ 3 To consider and approve the appointment of Directors for replacement of those who retired.
- 4 Agenda No 4 To consider appointing auditors and setting audit fees for the year 2022

Mr. A
Mr. B

Agenda No 4.1 To consider appointing auditors of ABC Company in place of the former company whose contract has expires in 2021

Agenda No 4.2 To consider and approve the audit fee for the year 2022

Description

1. Meeting Display: Webex Meeting screen will be embedded in DAP e-Shareholder Meeting, If the screen does not work, click 'Open WebEx' on the top right to view the meeting via Application Cisco Webex Meeting instead
2. Current agenda will be indicated by star icon and yellow bar
3. e-Voting functions: voting can be casted only within appointed time frame
4. e-Question functions: queueing your questions for both current and upcoming agenda
5. Your questions submitted in the meeting
6. Voting results: It will be only shown after the company has announced results for each agenda

Q&A 5 Summary voting results 6

Q&A

⊕ To acknowledge the overall operation of the Company during 2021

Question : I would like to know the operating results of the company in 2021
Remark : Completed
06 February 2022 14:09 Delete

Question : สอบถามการเลือกตั้งกรรมการที่จะครบกำหนดลาออก
Remark : ยกยอดไปตอบในวาระที่ 3 Completed
06 February 2022 14:09 Delete

4 e-Question and e-Voting functions

(Enclosure No.10)



e-Question functions

DAP e-Shareholder Meeting

ประชุมสามัญผู้ถือหุ้นประจำปี 2564

Agenda

- 1 To acknowledge the overall operation of the Company during 2021
- 2 To consider and approve the Balance Sheet Statement and Profit and Loss Statement for the fiscal year: 2020
- ★ 3 To consider and approve the appointment of Directors for replacement of those who retired.
Mr. A
Mr. B
- 4 Agenda No 4 To consider appointing auditors and setting audit fees for the year 2022
Agenda No 4.1 To consider appointing auditors of ABC Company in place of the former company whose contract has expires in 2021
Agenda No 4.2 To consider and approve the audit fee for the year 2022

Submit Vote Send Question

During the meeting, shareholders can submit questions in advance:

1. Click “Submit Vote” **Send Question**
2. Vote within the period of time given for both your vote rights and proxy’s (if any)
Click “Submit Vote” **Send Question**

Send Question

Agenda *

Agenda No 4 To consider appointing auditors and setting audit fees for the year 2022

Questioner *

สมชาย วิลาโภฒ (ผู้ถือหุ้น)

Question (Optional)

1/1000

Close Send Question

When you are allowed to ask questions, the company will call your name. Please turn on your microphone and/or camera (VDO) to ask such question by yourself

4 e-Question and e-Voting functions

(Enclosure No.10)



e-Voting functions

Submit Vote **Send Question**

Submit Vote ×

Agenda
To consider and approve the Balance Sheet Statement and Profit and Loss Statement for the fiscal year ended 31st December 2020

Submit Vote

Agree All Disagree All Abstain All

Shareholder: Mr. A Tester

Agree Disagree Abstain

1) Proxy: Mr. B Testerproxy

Agree Disagree Abstain

2) Proxy: Mr. C Testerproxy

Agree Disagree Abstain

Close **Submit Vote**

For each agenda, there are 3 voting options:
“Agree”, “Disagree” and “Abstain”

1. Click “Submit Vote”
2. Vote within the period of time given for both your vote rights and proxy’s (if any)
3. Click “Submit Vote” **Submit Vote**

Shareholders are able to vote only within given time frame.

4 e-Question and e-Voting functions

(Enclosure No.10)



e-Voting functions

1

DAP E-Shareholder Meeting

การประชุมสามัญผู้ถือหุ้นประจำปี 2565 ครั้งที่ 1/2565
บริษัท คสอ.โดย SET

Annual General Meeting of Shareholder for the year 2022 No. 1/2022
TEST LISTED

วันจันทร์ที่ 31 มกราคม 2565 เวลา 13:00 (31 January 2022 13:00)

วาระที่ 2 พิจารณายกบัญชีแสดงฐานะการเงินและงบกำไรขาดทุนสุทธิปีสิ้นสุด ณ วันที่ 31 ธันวาคม 2564
(Agenda No 2 To consider and approve the Balance Sheet Statement and Profit and Loss Statement for the fiscal year ended 31st December 2021)

สรุปผลการลงคะแนน

	จำนวนเสียงทั้งหมด (Number of Votes)	ร้อยละ (Percentage)
เห็นด้วย (Agree)	45,000	60.00%
ไม่เห็นด้วย (Disagree)	15,000	20.00%
งดออกเสียง (Abstained)	15,000	20.00%
บัตรเสีย (Voided ballot)	0	-
รวม	75,000	100.00%

e-Summary

การพิจารณา: การลงคะแนนไม่น้อยกว่า 3/4 ของจำนวนเสียงทั้งหมดของผู้ถือหุ้นสามัญและมติถือโดยเสียงข้างมากและสิทธิคัดค้าน (Veto)
Resolution:

2

Send Question or Vote Submit Vote Send Question

Q&A Summary voting results

Summary voting results

No.	Agenda Name	Vote	Summary
1	To acknowledge the overall operation of the Company during 2021		
2	To consider and approve the Balance Sheet Statement and Profit and Loss Statement for the fiscal year ended 31st December 2020	🗳️	
3	To consider and approve the appointment of Directors for replacement of those who retired.		
4	Mr. A	🗳️	
5	Mr. B	🗳️	

🗳️ Agenda has voting, Voting Result Summary

After the closing of voting in each agenda, the company will announce results. Shareholders can check the result of each agenda by clicking the icon

5 Resetting password



To retrieve your password, shareholders can reset password by clicking “**Forgot password**” button.

1 Reset password via email

Enter your registered email

Check your inbox

Set new password

5 Resetting password



2 Reset password via mobile phone number

Click the link to reset password via mobile phone

A screenshot of a 'Forgot password' dialog box. It has an orange header with a close button. Below the header is an 'Email' input field with a red asterisk. Below the input field is the text 'Please enter the registered email address'. A red arrow points to a blue link labeled 'Password reset with mobile number'. At the bottom are 'Close' and 'Submit' buttons.

Enter your mobile phone number

A screenshot of a 'Forgot password' dialog box. It has an orange header with a close button. Below the header is a 'Mobile number' input field with a red asterisk. Below the input field is the text 'Please enter the registered mobile address'. A blue link labeled 'Password reset with email' is visible. At the bottom are 'Close' and 'Submit' buttons.

Request for OTP and enter OTP

A screenshot of an OTP request screen. At the top is an icon of a smartphone with a speech bubble containing three asterisks. Below the icon is the text 'Please fill 6 digits to confirm' and 'Reference Code : FBJMFV'. There are six empty input boxes for the digits. At the bottom is a 'Resend OTP (01:22)' button with a circular arrow icon.

Set new password

A screenshot of a 'Reset password' screen. It has an orange header. Below the header are two input fields: 'Password' and 'Confirm password', both with red asterisks. Below the input fields is a large orange 'Submit' button.



To download user manual



shareholders could study more information at:

<https://www.set.or.th/e-shareholder-meeting>



Or scan the following QR Code:



หนังสือมอบฉันทะ (แบบ ก.)
Proxy (Form A.)

ปิดอากรแสตมป์
20 บาท
(Duty Stamp
20 Baht)

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

(1) ข้าพเจ้า _____ สัญชาติ _____
I/We _____ Nationality
ที่อยู่ _____
Address _____

(2) เป็นผู้ถือหุ้นของบริษัท ควอลิตี้เฮาส์ จำกัด (มหาชน) "บริษัท"
being a shareholder of Quality Houses Public Company Limited "Company"

โดยถือหุ้นจำนวนทั้งสิ้นรวม _____ หุ้น และออกเสียงลงคะแนนได้เท่ากับ _____ เสียง ดังนี้
holding the total amount of _____ shares and have the right to vote equal to _____ votes as follows:
 หุ้นสามัญ _____ หุ้น ออกเสียงลงคะแนนได้เท่ากับ _____ เสียง
ordinary share _____ shares and have the right to vote equal to _____ votes
 หุ้นบุริมสิทธิ _____ หุ้น ออกเสียงลงคะแนนได้เท่ากับ _____ เสียง
preference share _____ shares and have the right to vote equal to _____ votes

(3) ขอมอบฉันทะให้ (ผู้ถือหุ้นสามารถมอบฉันทะให้กรรมการอิสระของบริษัทได้)
Hereby appoint (The shareholder may appoint the Independent director of the company to be the proxy)

1. ชื่อ นางสาววิลัดัดนา พูนพัฒนพิบูลย์ อายุ 51 ปี
Name Ms. Vilasna Poonpatpibul age 51 years
อยู่บ้านเลขที่ 9/66 ถนน สุขุมวิท ตำบล/แขวง คลองตันเหนือ
Residing at 9/66 Road Sukhumvit Tambol/Khwaeng Khlongtan Nuea
อำเภอ/เขต วัฒนา จังหวัด กรุงเทพมหานคร รหัสไปรษณีย์ 10110
Amphur/Khet Watthana Province Bangkok Postal Code 10110
อีเมล _____ โทรศัพท์มือถือ (สำหรับ OTP) _____ หรือ
E-Mail Address Mobile Phone (For OTP) or

2. ชื่อ รศ.ดร.ณรงค์เดช สรุโขสิต อายุ 46 ปี
Name Assoc. Prof. Dr.Narongdech Srukhsosit age 46 years
อยู่บ้านเลขที่ 18 ถนนงามวงศ์วาน ตำบล/แขวง บางกระสอ
Residing at 18 Road Ngamwongwan Tambol/Khwaeng Bangkrasor
อำเภอ/เขต เมืองนนทบุรี จังหวัด นนทบุรี รหัสไปรษณีย์ 11000
Amphur/Khet Mueang Nonthaburi Province Nonthaburi Postal Code 11000
อีเมล _____ โทรศัพท์มือถือ (สำหรับ OTP) _____
E-Mail Address Mobile Phone (For OTP)

3. ชื่อ _____ อายุ _____ ปี
Name _____ age _____ years
อยู่บ้านเลขที่ _____ ถนน _____ ตำบล/แขวง _____
Residing at _____ Road _____ Tambol/Khwaeng _____
อำเภอ/เขต _____ จังหวัด _____ รหัสไปรษณีย์ _____
Amphur/Khet _____ Province _____ Postal Code _____
อีเมล _____ โทรศัพท์มือถือ (สำหรับ OTP) _____
E-Mail Address Mobile Phone (For OTP)

คนหนึ่งคนใดเพียงคนเดียวเป็นผู้แทนของข้าพเจ้า เพื่อเข้าประชุมและออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมสามัญผู้ถือหุ้น ประจำปี 2567 (ประชุมแบบผ่านสื่ออิเล็กทรอนิกส์ (e-AGM)) ในวันที่ 19 เมษายน 2567 เวลา 10.30 น. สถานที่ถ่ายทอด คือ ห้องประชุมชั้น 4 อาคารคิวเฮ้าส์ ลุมพินี เลขที่ 1 ถนนสาทรใต้ แขวงทุ่งมหาเมฆ เขตสาทร กรุงเทพมหานคร หรือที่จะพึงเลื่อนไปในวัน เวลา และสถานที่อื่นด้วย

One of this as my/our proxy to attend and vote on my/our behalf at the meeting of the 2024 Annual General Meeting of shareholders (electronic meeting (e-AGM)) on April 19, 2024 at 10.30 a.m. Broadcast location is the meeting room, 4th Floor, Q House Lumpini Building, No. 1 South Sathorn Road, Thungmahamek, Sathorn, Bangkok or such other date, time and place as the meeting may be adjourned.

กิจการใดที่ผู้รับมอบฉันทะได้กระทำให้ในการประชุมนั้นให้ถือเสมือนว่าข้าพเจ้าได้กระทำเองทุกประการ
Any acts performed by the proxy in this meeting shall be deemed to be the actions performed by myself/ourselves.

ลงนาม/Signed _____ ผู้มอบฉันทะ/Grantor
()

ลงนาม/Signed _____ ผู้รับมอบฉันทะ/Proxy
()

หมายเหตุ/Remarks

ผู้ถือหุ้นที่มอบฉันทะจะต้องมอบฉันทะให้ผู้รับมอบฉันทะเพียงรายเดียวเป็นผู้เข้าประชุมและออกเสียงลงคะแนนไม่สามารถแบ่งแยกจำนวนหุ้นให้ผู้รับมอบฉันทะหลายคนเพื่อแยกการลงคะแนนเสียงได้

The shareholder appointing the proxy must authorize only one proxy to attend and vote at the meeting and may not split the number of shares to many proxies for splitting votes.

หนังสือมอบฉันทะ (แบบ ข.)
Proxy (Form B.)

(ปิดอากรแสตมป์
20 บาท)
(Duty Stamp
20 Baht)

เขียนที่ _____

Written at

วันที่ _____ เดือน _____ พ.ศ. _____

Date Month Year

(1) ข้าพเจ้า _____ สัญชาติ _____
I/We _____ Nationality
ที่อยู่ _____
Address _____

(2) เป็นผู้ถือหุ้นของบริษัท ควอลิตี้เฮาส์ จำกัด (มหาชน) "บริษัท"
being a shareholder of Quality Houses Public Company Limited "Company"

โดยถือหุ้นจำนวนทั้งสิ้นรวม _____ หุ้น และออกเสียงลงคะแนนได้เท่ากับ _____ เสียง ดังนี้
holding the total amount of _____ shares and have the right to vote equal to _____ votes as follows:
 หุ้นสามัญ _____ หุ้น ออกเสียงลงคะแนนได้เท่ากับ _____ เสียง
ordinary share _____ shares and have the right to vote equal to _____ votes
 หุ้นบุริมสิทธิ _____ หุ้น ออกเสียงลงคะแนนได้เท่ากับ _____ เสียง
preference share _____ shares and have the right to vote equal to _____ votes

(3) ขอมอบฉันทะให้ (ผู้ถือหุ้นสามารถมอบฉันทะให้กรรมการอิสระของบริษัทได้)
Hereby appoint (The shareholder may appoint the Independent director of the company to be the proxy)

1. ชื่อ _____ นางสาววิลัสณา พูนพัฒน์พิบูลย์ อายุ _____ 51 ปี
Name Ms. Vilasna Poonpatpibul age 51 years
อยู่บ้านเลขที่ 9/66 ถนน _____ สุขุมวิท ตำบล/แขวง คลองตันเหนือ
Residing at 9/66 Road Sukhumvit Tambol/Khwaeng Khlongtan Nuea
อำเภอ/เขต วัฒนา จังหวัด กรุงเทพมหานคร รหัสไปรษณีย์ 10110
Amphur/Khet Watthana Province Bangkok Postal Code 10110
อีเมล _____ โทรศัพท์มือถือ (สำหรับ OTP) _____ หรือ
E-Mail Address Mobile Phone (For OTP) or

2. ชื่อ _____ รศ.ดร.ณรงค์เดช สรุโขษิต อายุ _____ 46 ปี
Name Assoc. Prof. Dr.Narongdech Srukhsosit age 46 years
อยู่บ้านเลขที่ 18 ถนน _____ งามวงศ์วาน ตำบล/แขวง บางกระสอบ
Residing at 18 Road Ngamwongwan Tambol/Khwaeng Bangkrasor
อำเภอ/เขต เมืองนนทบุรี จังหวัด นนทบุรี รหัสไปรษณีย์ 11000
Amphur/Khet Mueang Nonthaburi Province Nonthaburi Postal Code 11000
อีเมล _____ โทรศัพท์มือถือ (สำหรับ OTP) _____
E-Mail Address Mobile Phone (For OTP)

3. ชื่อ _____ อายุ _____ ปี
Name _____ age _____ years
อยู่บ้านเลขที่ _____ ถนน _____ ตำบล/แขวง _____
Residing at _____ Road _____ Tambol/Khwaeng _____
อำเภอ/เขต _____ จังหวัด _____ รหัสไปรษณีย์ _____
Amphur/Khet _____ Province _____ Postal Code _____
อีเมล _____ โทรศัพท์มือถือ (สำหรับ OTP) _____
E-Mail Address Mobile Phone (For OTP)

คนหนึ่งคนใดเพียงคนเดียวเป็นผู้แทนของข้าพเจ้า เพื่อเข้าประชุมและออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมสามัญผู้ถือหุ้น ประจำปี 2567 (ประชุมแบบผ่านสื่ออิเล็กทรอนิกส์ (e-AGM)) ในวันที่ 19 เมษายน 2567 เวลา 10.30 น. สถานที่ถ่ายทอดคือ ห้องประชุม ชั้น 4 อาคารคิวเฮ้าส์ ลุมพินี เลขที่ 1 ถนนสาทรใต้ แขวงทุ่งมหาเมฆ เขตสาทร กรุงเทพมหานคร หรือที่จะพึงเลื่อนไปในวัน เวลา และสถานที่อื่นด้วย

One of this as my/our proxy to attend and vote on my/our behalf at the meeting of the 2024 Annual General Meeting of shareholders (electronic meeting (e-AGM)) on April 19, 2024 at 10.30 a.m. Broadcast location is the meeting room, 4th Floor, Q House Lumpini Building, No. 1 South Sathorn Road, Thungmahamek, Sathorn, Bangkok or such other date, time and place as the meeting may be adjourned.

- (4) ข้าพเจ้าขอมอบฉันทะให้ผู้รับมอบฉันทะออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมครั้งนี้ ดังนี้
In this Meeting, I/we grant my/our proxy to vote on my/our behalf as follows:

วาระที่ 1 พิจารณารับรองรายงานการประชุมสามัญผู้ถือหุ้น ประจำปี 2566
Agenda 1 To consider certifying the Minutes of the 2023 Annual General Meeting of Shareholders

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

วาระที่ 2 พิจารณารับทราบผลการดำเนินงานของบริษัทในรอบปี 2566
Agenda 2 To consider acknowledging the Company's 2023 operating performance

วาระนี้เป็นเรื่องเพื่อทราบจึงไม่ต้องลงคะแนนเสียง
This agenda is for acknowledgement, therefore there is no vote casting.

วาระที่ 3 พิจารณาและอนุมัติงบแสดงฐานะการเงินและงบกำไรขาดทุนเบ็ดเสร็จของบริษัท สำหรับรอบระยะเวลาบัญชีปี 2566 สิ้นสุด ณ วันที่ 31 ธันวาคม 2566 ซึ่งผ่านการตรวจสอบจากผู้สอบบัญชีรับอนุญาตแล้ว
Agenda 3 To consider and approve the Company's statement of financial position and statement of comprehensive income for the fiscal year ended December 31, 2023 audited by the certified public accountant

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

วาระที่ 4 พิจารณาและอนุมัติจ่ายเงินปันผล ประจำปี 2566
Agenda 4 To consider and approve the dividend payment for the year 2023

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

วาระที่ 5 พิจารณาและอนุมัติการแต่งตั้งกรรมการบริษัทแทนกรรมการที่ต้องออกตามวาระ
Agenda 5 To consider and approve the appointment of the Company's directors in place of the directors who are retired by rotation

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
To grant my/our proxy to vote on my/our behalf as appropriate in all respects.
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้าดังนี้
To grant my/our proxy to vote at my/our desire as follows:

การแต่งตั้งกรรมการทั้งหมด

Appointment of all directors

เห็นด้วย
Approve

ไม่เห็นด้วย
Disapprove

งดออกเสียง
Abstain

การแต่งตั้งกรรมการเป็นรายบุคคล

Appointment of certain directors

1. นายอดิศร

ธนันท์นาราพูล

Mr. Adisorn

Thananan-narapool

เห็นด้วย
Approve

ไม่เห็นด้วย
Disapprove

งดออกเสียง
Abstain

2. นายอาชวิน

อัศวโกดิน

Mr. Achawin

Asavabhokin

เห็นด้วย
Approve

ไม่เห็นด้วย
Disapprove

งดออกเสียง
Abstain

3. นางสาวอภิญญา

จารุตระกุลชัย

Ms. Apinya

Jarutrakulchai

เห็นด้วย
Approve

ไม่เห็นด้วย
Disapprove

งดออกเสียง
Abstain

วาระที่ 6

พิจารณาและอนุมัติค่าตอบแทนกรรมการประจำปี 2567

Agenda 6

To consider and approve the directors' remuneration for the year 2024

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
To grant my/our proxy to vote on my/our behalf as appropriate in all respects.

(ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้าดังนี้
To grant my/our proxy to vote at my/our desire as follows:

เห็นด้วย
Approve

ไม่เห็นด้วย
Disapprove

งดออกเสียง
Abstain

วาระที่ 7

พิจารณาและอนุมัติโบนัสกรรมการสำหรับปี 2566

Agenda 7

To consider and approve the directors' bonus for the year 2023

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
To grant my/our proxy to vote on my/our behalf as appropriate in all respects.

(ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้าดังนี้
To grant my/our proxy to vote at my/our desire as follows:

เห็นด้วย
Approve

ไม่เห็นด้วย
Disapprove

งดออกเสียง
Abstain

วาระที่ 8

พิจารณาและอนุมัติแต่งตั้งผู้สอบบัญชี และกำหนดค่าตอบแทนผู้สอบบัญชีของบริษัทประจำปี 2567

Agenda 8

To consider and approve the appointment of the Company's auditors and audit fee for the year 2024

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
To grant my/our proxy to vote on my/our behalf as appropriate in all respects.

(ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้าดังนี้
To grant my/our proxy to vote at my/our desire as follows:

เห็นด้วย
Approve

ไม่เห็นด้วย
Disapprove

งดออกเสียง
Abstain

วาระที่ 9 พิจารณาเรื่องอื่น ๆ (ถ้ามี)
Agenda 9 Other business (if any)

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
To grant my/our proxy to vote on my/our behalf as appropriate in all respects.

(ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้าดังนี้
To grant my/our proxy to vote at my/our desire as follows:

เห็นด้วย
Approve

ไม่เห็นด้วย
Disapprove

งดออกเสียง
Abstain

(5) การลงคะแนนเสียงของผู้รับมอบฉันทะในวาระใดที่ไม่เป็นไปตามที่ระบุไว้ในหนังสือมอบฉันทะนี้ ให้ถือว่าการลงคะแนนเสียงนั้นไม่ถูกต้องและไม่ใช่เป็นการลงคะแนนเสียงของข้าพเจ้าในฐานะผู้ถือหุ้น
In the event that voting by proxy in any Agenda found difference from what specified in this proxy shall be deemed that such voting be untrue and not my/our voting as a shareholder.

(6) ในกรณีที่ข้าพเจ้าไม่ได้ระบุความประสงค์ในการออกเสียงลงคะแนนในวาระใดไว้ หรือระบุไว้ไม่ชัดเจน หรือในกรณีที่ประชุมมีการพิจารณาหรือลงมติในเรื่องใดนอกเหนือจากเรื่องที่ระบุไว้ข้างต้น รวมถึงกรณีที่มีการแก้ไขเปลี่ยนแปลงหรือเพิ่มเติมข้อเท็จจริงประการใด ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
In case I/we have not specified my/our voting intention in any agenda or 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 เว้นแต่กรณีที่ผู้รับมอบฉันทะไม่ออกเสียงตามที่ข้าพเจ้าระบุไว้ในหนังสือมอบฉันทะให้ถือเสมือนว่าข้าพเจ้าได้กระทำเองทุกประการ

For any act performed by the Proxy at the meeting, it shall be deemed as such acts had been done by me in all respects except for vote of the Proxy which is not in accordance with this Proxy Form.

ลงนาม/Signed _____ ผู้มอบฉันทะ/Grantor
(_____)

ลงนาม/Signed _____ ผู้รับมอบฉันทะ/Proxy
(_____)

หมายเหตุ/Remarks

1. ผู้ถือหุ้นที่มอบฉันทะจะต้องมอบฉันทะให้ผู้รับมอบฉันทะเพียงรายเดียวเป็นผู้เข้าประชุมและออกเสียงลงคะแนนไม่สามารถแบ่งแยกจำนวนหุ้นให้ผู้รับมอบฉันทะหลายคนเพื่อแยกการลงคะแนนเสียงได้

The shareholder appointing the proxy must authorize only one proxy to attend and vote at the meeting and may not split the number of shares to many proxies for splitting votes.

2. วาระเลือกตั้งกรรมการสามารถเลือกตั้งกรรมการทั้งชุดหรือเลือกตั้งกรรมการเป็นรายบุคคล

For Agenda electing directors, the whole Board of Directors or certain directors.

3. ในกรณีที่มิวาระที่จะพิจารณาในการประชุมมากกว่าวาระที่ระบุไว้ข้างต้น ผู้มอบฉันทะสามารถระบุเพิ่มเติมได้ในใบประจำต่อแบบหนังสือมอบฉันทะแบบ ข. ตามแนบ

If the Agendas to be considered in the Meeting is more than those Agendas specified above, the proxy may add them in the annex to this proxy (Form B) as attached herewith.

ใบประจำต่อแบบหนังสือมอบฉันทะแบบ ข. Annex to the Form of Proxy (Form B)

การมอบฉันทะในฐานะเป็นผู้ถือหุ้นของ บริษัท ควอลิตี้เฮ้าส์ จำกัด (มหาชน) “บริษัท”

Proxy as shareholder of Quality Houses Public Company Limited. “Company”

ในการประชุมสามัญผู้ถือหุ้น ประจำปี 2567 (ประชุมแบบผ่านสื่ออิเล็กทรอนิกส์ (e-AGM)) ในวันที่ 19 เมษายน 2567 เวลา 10.30 น. สถานที่ถ่ายทอด คือ ห้องประชุม ชั้น 4 อาคารคิวเฮ้าส์ ลุมพินี เลขที่ 1 ถนนสาทรใต้ แขวงทุ่งมหาเมฆ เขตสาทร กรุงเทพมหานคร หรือที่จะพึงเลื่อนไปในวัน เวลา และสถานที่อื่นด้วย

At the meeting of the 2024 Annual General Meeting of shareholders (electronic meeting (e-AGM)) on April 19, 2024 at 10.30 a.m. Broadcast location is the meeting room, 4th Floor, Q House Lumpini Building, No. 1 South Sathorn Road, Thungmahamek, Sathorn, Bangkok or such other date, time and place as the meeting may be adjourned.

วาระที่ เรื่อง.....
Agenda Re.

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
To grant my/our proxy to vote on my/our behalf as appropriate in all respects.

(ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้าดังนี้
To grant my/our proxy to vote at my/our desire as follows:

เห็นด้วย
Approve

ไม่เห็นด้วย
Disapprove

งดออกเสียง
Abstain

วาระที่ เรื่อง.....
Agenda Re.

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
To grant my/our proxy to vote on my/our behalf as appropriate in all respects.

(ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้าดังนี้
To grant my/our proxy to vote at my/our desire as follows:

เห็นด้วย
Approve

ไม่เห็นด้วย
Disapprove

งดออกเสียง
Abstain

วาระที่ เรื่อง.....
Agenda Re.

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
To grant my/our proxy to vote on my/our behalf as appropriate in all respects.

(ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้าดังนี้
To grant my/our proxy to vote at my/our desire as follows:

เห็นด้วย
Approve

ไม่เห็นด้วย
Disapprove

งดออกเสียง
Abstain

วาระที่ เรื่อง.....
Agenda Re.

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
To grant my/our proxy to vote on my/our behalf as appropriate in all respects.

(ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้าดังนี้
To grant my/our proxy to vote at my/our desire as follows:

เห็นด้วย
Approve

ไม่เห็นด้วย
Disapprove

งดออกเสียง
Abstain

หนังสือมอบฉันทะ (แบบ ค.)
Proxy (Form C.)

ปิดอากรแสตมป์
20 บาท
(Duty Stamp
20 Baht)

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

(1) ข้าพเจ้า _____ สัญชาติ _____
I/We _____ Nationality
ที่อยู่ _____
Address _____

ในฐานะผู้ประกอบธุรกิจเป็นผู้รับฝากและดูแลหุ้น (Custodian) ให้กับ (ผู้ถือหุ้น) _____
As a custodian for (Shareholder name)

ซึ่งเป็นผู้ถือหุ้นของบริษัท ควอลิตี้เฮาส์ จำกัด (มหาชน) "บริษัท"
being a shareholder of Quality Houses Public Company Limited "Company"

โดยถือหุ้นจำนวนทั้งสิ้นรวม _____ หุ้น และออกเสียงลงคะแนนได้เท่ากับ _____ เสียง ดังนี้
holding the total amount of _____ shares and have the right to vote equal to _____ votes as follows:
 หุ้นสามัญ _____ หุ้น ออกเสียงลงคะแนนได้เท่ากับ _____ เสียง
ordinary share _____ shares and have the right to vote equal to _____ votes
 หุ้นบุริมสิทธิ _____ หุ้น ออกเสียงลงคะแนนได้เท่ากับ _____ เสียง
preference share _____ shares and have the right to vote equal to _____ votes

(2) ขอมอบฉันทะให้ (ผู้ถือหุ้นสามารถมอบฉันทะให้กรรมการอิสระของบริษัทได้)
Hereby appoint (The shareholder may appoint the Independent director of the company to be the proxy)

1. ชื่อ นางสาววิลัดณา พูนพัฒนพิบูลย์ อายุ 51 ปี
Name Ms. Vilasna Poonpatpibul age 51 years
อยู่บ้านเลขที่ 9/66 ถนน สุขุมวิท ตำบล/แขวง คลองตันเหนือ
Residing at 9/66 Road Sukhumvit Tambol/Khwaeng Khlongtan Nuea
อำเภอ/เขต วัฒนา จังหวัด กรุงเทพมหานคร รหัสไปรษณีย์ 10110
Amphur/Khet Watthana Province Bangkok Postal Code 10110
อีเมล _____ โทรศัพท์มือถือ (สำหรับ OTP) _____ หรือ
E-Mail Address Mobile Phone (For OTP) or

2. ชื่อ รศ.ดร.ณรงค์เดช สรุโฆษิต อายุ 46 ปี
Name Assoc. Prof. Dr.Narongdech Srukhosit age 46 years
อยู่บ้านเลขที่ 18 ถนน งามวงศ์วาน ตำบล/แขวง บางกระสอ
Residing at 18 Road Ngamwongwan Tambol/Khwaeng Bangkrasor
อำเภอ/เขต เมืองนนทบุรี จังหวัด นนทบุรี รหัสไปรษณีย์ 11000
Amphur/Khet Mueang Nonthaburi Province Nonthaburi Postal Code 11000
อีเมล _____ โทรศัพท์มือถือ (สำหรับ OTP) _____
E-Mail Address Mobile Phone (For OTP)

3. ชื่อ _____ อายุ _____ ปี
Name _____ age _____ years
อยู่บ้านเลขที่ _____ ถนน _____ ตำบล/แขวง _____
Residing at _____ Road _____ Tambol/Khwaeng _____
อำเภอ/เขต _____ จังหวัด _____ รหัสไปรษณีย์ _____
Amphur/Khet _____ Province _____ Postal Code _____
อีเมล _____ โทรศัพท์มือถือ (สำหรับ OTP) _____
E-Mail Address Mobile Phone (For OTP)

คนหนึ่งคนใดเพียงคนเดียวเป็นผู้แทนของข้าพเจ้า เพื่อเข้าประชุมและออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมสามัญผู้ถือหุ้น ประจำปี 2567 (ประชุมแบบผ่านสื่ออิเล็กทรอนิกส์ (e-AGM)) ในวันที่ 19 เมษายน 2567 เวลา 10.30 น. สถานที่ถ่ายทอด คือ ห้องประชุม ชั้น 4 อาคารควีนส์ ลุมพินี เลขที่ 1 ถนนสาทรใต้ แขวงทุ่งมหาเมฆ เขตสาทร กรุงเทพมหานคร หรือที่จะพึงเลื่อนไปในวัน เวลา และสถานที่อื่นด้วย

One of this as my/our proxy to attend and vote on my/our behalf at the meeting of the 2024 Annual General Meeting of shareholders (electronic meeting (e-AGM)) on April 19, 2024 at 10.30 a.m. Broadcasting location is the meeting room, 4th Floor, Q House Lumpini Building, No. 1 South Sathorn Road, Thungmahamek, Sathorn, Bangkok or such other date, time and place as the meeting may be adjourned.

(3) ข้าพเจ้าขอมอบฉันทะให้ผู้รับมอบฉันทะเข้าร่วมประชุมและออกเสียงลงคะแนนในครั้งนี้นี้ดังนี้
I/we have granted to my/our proxy to attend this Meeting and vote therein will be as follows:

มอบฉันทะตามจำนวนหุ้นทั้งหมดที่ถือและมีสิทธิออกเสียงลงคะแนนได้ตามข้อ (1)
Grant proxy equal to all of the number of shares held by me/us and has the right to vote in accordance with Clause (1)

มอบฉันทะบางส่วน คือ
Grant Partial of

<input type="checkbox"/>	หุ้นสามัญ	_____	หุ้น และมีสิทธิออกเสียงลงคะแนนได้	_____	เสียง
	ordinary share		shares which are entitled to cast		votes
<input type="checkbox"/>	หุ้นบุริมสิทธิ	_____	หุ้น และมีสิทธิออกเสียงลงคะแนนได้	_____	เสียง
	preferred share		shares which are entitled to cast		votes

รวมสิทธิออกเสียงลงคะแนนทั้งหมด _____ เสียง
Totalling _____ Votes.

(4) ข้าพเจ้าขอมอบฉันทะให้ผู้รับมอบฉันทะออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมครั้งนี้ ดังนี้
In this Meeting, I/we grant my/our proxy to vote on my/our behalf as follows:

วาระที่ 1 **พิจารณารับรองรายงานการประชุมสามัญผู้ถือหุ้น ประจำปี 2566**
Agenda 1 To consider certifying the Minutes of the 2023 Annual General Meeting of Shareholders

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
To grant my/our proxy to vote on my/our behalf as appropriate in all respects

(ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้าดังนี้

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

<input type="checkbox"/>	เห็นด้วย	_____	เสียง	<input type="checkbox"/>	ไม่เห็นด้วย	_____	เสียง	<input type="checkbox"/>	งดออกเสียง	_____	เสียง
	Approve		votes		Disapprove		votes		Abstain		votes

วาระที่ 2 **พิจารณารับทราบผลการดำเนินงานของบริษัทในรอบปี 2566**
Agenda 2 To consider acknowledging the Company's 2023 operating performance

วาระนี้เป็นเรื่องเพื่อทราบจึงไม่ต้องลงคะแนนเสียง
This agenda is for acknowledgement, therefore there is no vote casting.

วาระที่ 3 **พิจารณาและอนุมัติงบแสดงฐานะการเงินและงบกำไรขาดทุนเบ็ดเสร็จของบริษัท สำหรับรอบระยะเวลาบัญชีปี 2566 สิ้นสุด ณ วันที่ 31 ธันวาคม 2566 ซึ่งผ่านการตรวจสอบจากผู้สอบบัญชีรับอนุญาตแล้ว**
Agenda 3 To consider and approve the Company's statement of financial position and statement of comprehensive income for the fiscal year ended December 31, 2023 audited by the certified public accountant

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
To grant my/our proxy to vote on my/our behalf as appropriate in all respects.

(ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้าดังนี้

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

<input type="checkbox"/>	เห็นด้วย	_____	เสียง	<input type="checkbox"/>	ไม่เห็นด้วย	_____	เสียง	<input type="checkbox"/>	งดออกเสียง	_____	เสียง
	Approve		votes		Disapprove		votes		Abstain		votes

วาระที่ 4 พิจารณาและอนุมัติจ่ายเงินปันผลประจำปี 2566
Agenda 4 To consider and approve the dividend payment for the year 2023

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

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

(ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้าดังนี้

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

วาระที่ 5 พิจารณาและอนุมัติการแต่งตั้งกรรมการบริษัทแทนกรรมการที่ต้องออกตามวาระ

Agenda 5 To consider and approve the appointment of the Company's directors in place of the directors who are retired by rotation

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

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

(ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้าดังนี้

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

การแต่งตั้งกรรมการทั้งหมด

Appointment of all directors

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

การแต่งตั้งกรรมการเป็นรายบุคคล

Appointment of certain directors

1. นายอดิศร ธนนันท์นราพูล
Mr. Adisorn Thananan-narapool
 เห็นด้วย _____ เสียง ไม่เห็นด้วย _____ เสียง งดออกเสียง _____ เสียง
Approve votes Disapprove votes Abstain votes

2. นายอาชวิณ อัสวโภคิน
Mr. Achawin Asavabhokin
 เห็นด้วย _____ เสียง ไม่เห็นด้วย _____ เสียง งดออกเสียง _____ เสียง
Approve votes Disapprove votes Abstain votes

3. นางสาวอภิญา จารุตรกุลชัย
Ms. Apinya Jarutrakulchai
 เห็นด้วย _____ เสียง ไม่เห็นด้วย _____ เสียง งดออกเสียง _____ เสียง
Approve votes Disapprove votes Abstain votes

วาระที่ 6 พิจารณาและอนุมัติค่าตอบแทนกรรมการประจำปี 2567

Agenda 6 To consider and approve the directors' remuneration for the year 2024

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

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

(ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้าดังนี้

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

วาระที่ 7 พิจารณาและอนุมัติโบนัสกรรมการสำหรับปี 2566
Agenda 7 To consider and approve the directors' bonus for the year 2023

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
To grant my/our proxy to vote on my/our behalf as appropriate in all respects.
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้าดังนี้
To grant my/our proxy to vote at my/our desire as follows:
- | | | | | | |
|-----------------------------------|-------------|--------------------------------------|-------------|-------------------------------------|-------------|
| <input type="checkbox"/> เห็นด้วย | _____ เสียง | <input type="checkbox"/> ไม่เห็นด้วย | _____ เสียง | <input type="checkbox"/> งดออกเสียง | _____ เสียง |
| Approve | votes | Disapprove | votes | Abstain | votes |

วาระที่ 8 พิจารณาและอนุมัติแต่งตั้งผู้สอบบัญชี และกำหนดค่าตอบแทนผู้สอบบัญชีของบริษัทประจำปี 2567
Agenda 8 To consider and approve the appointment of the Company's auditors and audit fee for the year 2024

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
To grant my/our proxy to vote on my/our behalf as appropriate in all respects.
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้าดังนี้
To grant my/our proxy to vote at my/our desire as follows:
- | | | | | | |
|-----------------------------------|-------------|--------------------------------------|-------------|-------------------------------------|-------------|
| <input type="checkbox"/> เห็นด้วย | _____ เสียง | <input type="checkbox"/> ไม่เห็นด้วย | _____ เสียง | <input type="checkbox"/> งดออกเสียง | _____ เสียง |
| Approve | votes | Disapprove | votes | Abstain | votes |

วาระที่ 9 พิจารณาเรื่องอื่น ๆ (ถ้ามี)
Agenda 9 Other business (if any)

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
To grant my/our proxy to vote on my/our behalf as appropriate in all respects.
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้าดังนี้
To grant my/our proxy to vote at my/our desire as follows:
- | | | | | | |
|-----------------------------------|-------------|--------------------------------------|-------------|-------------------------------------|-------------|
| <input type="checkbox"/> เห็นด้วย | _____ เสียง | <input type="checkbox"/> ไม่เห็นด้วย | _____ เสียง | <input type="checkbox"/> งดออกเสียง | _____ เสียง |
| Approve | votes | Disapprove | votes | Abstain | votes |
- (5) การลงคะแนนเสียงของผู้รับมอบฉันทะในวาระใดที่ไม่เป็นไปตามที่ระบุไว้ในหนังสือมอบฉันทะนี้ ให้ถือว่าการลงคะแนนเสียงนั้นไม่ถูกต้องและไม่ใช่เป็นการลงคะแนนเสียงของข้าพเจ้าในฐานะผู้ถือหุ้น
In the event that voting by proxy in any Agenda found difference from what specified in this proxy shall be deemed that such voting be untrue and not my/our voting as a shareholder.
- (6) ในกรณีที่ข้าพเจ้าไม่ได้ระบุความประสงค์ในการออกเสียงลงคะแนนในวาระใดไว้ หรือระบุไว้ไม่ชัดเจน หรือในกรณีที่ที่ประชุมมีการพิจารณาหรือลงมติในเรื่องใดนอกเหนือจากเรื่องที่ระบุไว้ข้างต้น รวมถึงกรณีที่มีการแก้ไขเปลี่ยนแปลงหรือเพิ่มเติมข้อเท็จจริงประการใด ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
In case I/we have not specified my/our voting intention in any agenda or 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 เว้นแต่กรณีที่ผู้รับมอบฉันทะไม่ออกเสียงตามที่ข้าพเจ้าระบุในหนังสือมอบฉันทะให้ถือเสมือนว่าข้าพเจ้าได้กระทำเองทุกประการ

For any act performed by the Proxy at the meeting, it shall be deemed as such acts had been done by me in all respects except for vote of the Proxy which is not in accordance with this Proxy Form.

ลงนาม/Signed _____ ผู้มอบฉันทะ/Grantor
()

ลงนาม/Signed _____ ผู้รับมอบฉันทะ/Proxy
()

หมายเหตุ :
Remarks

1. หนังสือมอบฉันทะแบบค.นี้ใช้เฉพาะกรณีที่ผู้ถือหุ้นที่ปรากฏชื่อในทะเบียนเป็นผู้ลงทุนต่างประเทศและแต่งตั้งให้คัสโตเดียน (Custodian) ในประเทศไทยเป็นผู้รับฝากและดูแลหุ้นให้เท่านั้น
Only foreign shareholders as registered in the registration book who have custodian in Thailand can use the Proxy Form C
2. หลักฐานที่ต้องแนบพร้อมกับหนังสือมอบฉันทะ คือ
Evidences to be enclosed with the proxy form C are:
 - (1) หนังสือมอบอำนาจจากผู้ถือหุ้นให้คัสโตเดียน (Custodian) เป็นผู้ดำเนินการลงนามในหนังสือมอบฉันทะแทน
Power of Attorney from shareholder authorizes a custodian to sign the Proxy form on behalf of the shareholder.
 - (2) หนังสือยืนยันว่าผู้ลงนามในหนังสือมอบฉันทะแทนได้รับอนุญาตประกอบธุรกิจคัสโตเดียน (Custodian)
Letter of certification to certify that the signer in the proxy Form have a permission to act as a Custodian.
3. ผู้ถือหุ้นที่มอบฉันทะจะต้องมอบฉันทะให้กับผู้รับมอบฉันทะเพียงรายเดียวเป็นผู้เข้าประชุมและออกเสียงลงคะแนนไม่สามารถแบ่งแยกจำนวนหุ้นให้ผู้รับมอบฉันทะหลายคนเพื่อแยกการลงคะแนนเสียงได้
A Shareholder shall appoint only one holder to attend and vote at the Meeting. A shareholder may not appoint more than one proxy holder, each with the voting right in respect of a certain portion of shares.
4. วาระเลือกตั้งกรรมการสามารถเลือกตั้งกรรมการทั้งหมดหรือเลือกตั้งกรรมการเป็นรายบุคคล
Regarding the election of directors, the proxy can either elect the whole set of the directors or only a specific director.
5. ในกรณีที่มิ่วาระที่จะพิจารณาในการประชุมมากกว่าวาระที่ระบุไว้ข้างต้น ผู้มอบฉันทะสามารถระบุเพิ่มเติมได้ในใบประจำต่อแบบหนังสือมอบฉันทะแบบ ค.ตามแนบ
In case there is further agenda, the proxy holder can state others agenda by using the attached allegation of the proxy form C.

ใบประจำต่อแบบหนังสือมอบฉันทะแบบ ค. Annex to the Form of Proxy (Form C)

การมอบฉันทะในฐานะเป็นผู้ถือหุ้นของบริษัท ควอลิตี้เฮ้าส์ จำกัด (มหาชน) "บริษัท"
Proxy as shareholder of Quality Houses Public Company Limited. "Company"

ในการประชุมสามัญผู้ถือหุ้น ประจำปี 2567 (ประชุมแบบผ่านสื่ออิเล็กทรอนิกส์ (e-AGM)) ในวันที่ 19 เมษายน 2567 เวลา 10.30 น. สถานที่
ถ่ายทอดคือ ห้องประชุมชั้น 4 อาคารคิวเฮ้าส์ ลุมพินี เลขที่ 1 ถนนสาทรใต้ แขวงทุ่งมหาเมฆ เขตสาทร กรุงเทพมหานคร หรือที่จะพึงเลื่อนไปในวัน เวลา และ
สถานที่อื่นด้วย

At the meeting of the 2024 Annual General Meeting of shareholders (electronic meeting (e-AGM)) on April 19, 2024 at 10.30 a.m.
Broadcast location is the meeting room, 4th Floor, Q House Lumpini Building, No. 1 South Sathorn Road, Thungmahamek, Sathorn, Bangkok or
such other date, time and place as the meeting may be adjourned.

วาระที่เรื่อง.....
Agenda Re.

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
To grant my/our proxy to vote on my/our behalf as appropriate in all respects.

(ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้าดังนี้
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

วาระที่เรื่อง.....
Agenda Re.

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
To grant my/our proxy to vote on my/our behalf as appropriate in all respects.

(ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้าดังนี้
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

วาระที่เรื่อง.....
Agenda Re.

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
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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

วาระที่ เรื่อง **เลือกตั้งกรรมการ (ต่อ)**
Agenda Appointment of directors (annex)

ชื่อกรรมการ.....
Name of director

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

ชื่อกรรมการ.....
Name of director
 เห็นด้วย _____ เสียง _____
Approve votes
ไม่เห็นด้วย _____ เสียง _____
Disapprove votes
งดออกเสียง _____ เสียง _____
Abstain votes

ชื่อกรรมการ.....
Name of director
 เห็นด้วย _____ เสียง _____
Approve votes
ไม่เห็นด้วย _____ เสียง _____
Disapprove votes
งดออกเสียง _____ เสียง _____
Abstain votes

ชื่อกรรมการ.....
Name of director
 เห็นด้วย _____ เสียง _____
Approve votes
ไม่เห็นด้วย _____ เสียง _____
Disapprove votes
งดออกเสียง _____ เสียง _____
Abstain votes

ชื่อกรรมการ.....
Name of director
 เห็นด้วย _____ เสียง _____
Approve votes
ไม่เห็นด้วย _____ เสียง _____
Disapprove votes
งดออกเสียง _____ เสียง _____
Abstain votes

ชื่อกรรมการ.....
Name of director
 เห็นด้วย _____ เสียง _____
Approve votes
ไม่เห็นด้วย _____ เสียง _____
Disapprove votes
งดออกเสียง _____ เสียง _____
Abstain votes

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

ลงนาม/Signed _____ ผู้มอบฉันทะ/Grantor
()

ลงนาม/Signed _____ ผู้รับมอบฉันทะ/Proxy
()