



SYNERGETIC AUTO PERFORMANCE PUBLIC COMPANY LIMITED

Annual General Meeting of Shareholders Year 2024

Monday, April 29, 2024 at 14.00 hours

By via electronic device (E-AGM) only

No.asap 0220/2024

25 March 2024

Re: Invitation to the Annual General Meeting of Shareholders for Year 2024

To: Shareholders of Synergetic Auto Performance Public Company Limited

- Enclosures:
1. Copy of Minutes of the Annual General Meeting of Shareholders Year 2023 held on April,27 2023 (Page 11)
 2. Form 56-1 One Report and Financial Statements for the Year ended 31 December 2023 in the form of QR-Code
 3. Profiles of Directors who are due to retire by rotation and nominated for re-election for another term (Page 29)
 4. History and work experience of auditors who have been nominated as auditors for the year 2024 (Page 33)
 5. Definition of Independent Director (Page 36)
 6. Scope of Authorities and Duties of Directors, Audit Committee and Nomination and Remuneration Committee (Page 38)
 7. Profiles of the Independent Directors proposed to serve as a proxy of Shareholders (Page 43)
 8. Articles of Association of the Company in relation to an Annual General Meeting of Shareholders and via electronic device (Page 44)
 9. Request Form 56-1 One Report in hard copy / Submit an inquiry in advance (Page 47)
 10. Guidelines for attending the shareholders' meeting via electronic (Page 48)
 11. Acceptance for the invitation of online meeting (Page 56)
 12. Privacy Notice (Page 57)
 13. Proxy Form B. (Page 59-63) The Proxy Form A. and Form C. can be downloaded on the website. www.asapcarrent.com

The Board of Directors' Meeting No. 1/2024 of Synergetic Auto Performance Public Company Limited (the "Company"), which was held on 28 February 2024, resolved that the Company's Annual General Meeting of Shareholders for the Year 2024 will be convened on Monday, 29 April 2024 at 14:00 hr. The meeting will be conducted via electronic device (E-AGM), to consider the following agenda:

Agenda Item 1: **Approval the Minutes of the Annual General Meeting of Shareholders for year 2023.**

Objective and Rationale: The Annual General Meeting of Shareholders for year 2023 was held on April 27, 2023. The minutes of the meeting were prepared within 14 days from the date of the meeting, which has been sent to the Stock Exchange of Thailand and the Ministry of Commerce within the period specified by law and published on the Company's website (www.asapcarrent.com) However, the company has

published the minutes of the meeting such versions are posted on the Company's website one more time with the invitation letter and documents related to the Annual General Meeting of Shareholders For Year 2024 since March 25, 2024 along with a copy of the meeting minutes. Details are shown in Enclosure 1 (page 11) for shareholders to consider certifying the minutes of the Annual General Meeting of Shareholders For Year 2023.

Opinion of the Board: The Board of Directors considers that the minutes of the Annual General Meeting of Shareholders For Year 2023 are correctly recorded and recommends the shareholders to certify the minutes of such meeting.

Vote required: Resolution to approve this Agenda Item shall require affirmative votes of a majority of the votes of the shareholders attending and being eligible to vote. In case of an equality of votes, the Chairman of the meeting shall be entitled to a second vote which shall be a casting vote.

Agenda Item 2: Acknowledgement of the Report of the Board of Directors on the Operating Results of Year 2023.

Objective and Rationale The company has collected important events together with the Company's operating results in the year 2023 in the Form 56-1 One Report, details appearing in the QR code for acknowledgment (Shareholders can scan the QR code since March 29, 2024 onwards)



Opinion of the Board: The Board considered that The shareholders' meeting should acknowledge the report. The Company's operating results for the year 2023 and the annual registration statement/annual report 2023 (Form 56-1 One Report).

Vote required: This agenda is for the shareholders' acknowledgment. Therefore, voting is not required.

Agenda Item 3: Approval of the Balance Sheets and Statements of Earnings for the Year Ended December 31, 2023.

Objective and Rationale: statement of financial position and the income statement for the year ended December 31, 2023 as shown in the “Financial Statements” section of the Form 56-1 One Report and the Company has published such financial statements on the Company's website since February 28, 2024, the aforementioned financial statements have been audited by Siam True Audit Company Limited, which is the Company's auditor. It has been reviewed by the Audit Committee. and has been approved by the Board of Directors' meeting on February 28, 2024.

Opinion of the Board: The Board of Directors considers and recommends the shareholders to consider approval of the balance sheet and profit and loss statement for the year ended 31 December 2023, which have been audited by the auditor and considered by the Audit Committee.

The balance Sheet and profit and loss statement for the year ended 31 December 2023 part 2 of the Annual Report 2023 (Form 56-1 One Report) can be summarized as follows:

Items	Financial Statement (Million Baht)		
	consolidated financial statements		
	2021	2022	2023
Total Assets	9,520.45	7,685.86	6,844.52
Total Liabilities	8,456.29	6,559.33	5,981.39
Revenue from sales and services	4,254.05	3,774.50	3,435.20
Total comprehensive income (loss)	(261.54)	90.19	(288.62)
Basic earnings (loss) per share	(0.37) Baht	0.12 Baht	(0.39) Baht

Vote required: Resolution to approve this Agenda Item shall require affirmative votes of a majority of the votes of the shareholders attending and being eligible to vote. In case of an equality of votes, the Chairman of the meeting shall be entitled to a second vote which shall be a casting vote.

Agenda Item 4: To consider omitting the allocation of the net profit as legal reserve and approve omitting the dividend payment from the operating result of the year 2023.

Objective and Rationale: Section 116 of the PLC Act and Article 45 of the Articles of Association of the Company provide that the Company is required to annually allocate the net profit as the legal reserve in the amount of not less than 5% of the annual net profit, less the accumulated loss carried forward (if any) until the legal reserve fund reaches the amount of not less than 10% of the registered capital of the Company and Article 44 of the Company's Articles of Association not to pay dividends from other types of money other than profits. In the event that the company still has an accumulated loss prohibiting dividend payment. The Company has a policy to pay dividend to its shareholders out of not less than 60% of the net profit after the corporate income tax and legal reserve as required by law and the Articles of Association, as presented in a separate financial statement. However, such dividend payment may be changed, depending on the necessity and reasonableness as the Board of Directors of the Company may deem appropriate.

For the year 2023, the company has a net loss of the separate financial statements of 280,711,706 baht, therefore, proposed the meeting to consider not to allocate the net profit for the year 2023 as legal reserve. Which is in accordance with the company policy and the omission of dividend payment for the year 2023's performance due to the company operating loss

Opinion of the Board: Since the company has a net loss in the year 2023, the Board of Directors is of the opinion that the shareholders meeting should approve the abstention of the allocation of net profit as legal reserve and no dividend payment.

Vote required: Resolution to approve this Agenda Item shall require affirmative votes of a majority of the votes of the shareholders attending and being eligible to vote. In case of an equality of votes, the Chairman of the meeting shall be entitled to a second vote which shall be a casting vote.

Agenda Item 5: **To consider Approval of Election of Directors in replacement of those retiring by rotation**

Objective and Rationale:

Section 71 of the PLC Act and Article 17 of the Articles of Association of the Company provide that one-third ($\frac{1}{3}$) of Directors shall retire by rotation at the annual general meeting, and the retiring directors are eligible for re-election.

At present, 8 Directors are serving as members of the Board of Directors. As at the Annual General Meeting Year 2024, There are 2 directors who must retire by rotation, namely:

- 1) Ms. Sajjaphorn Kanittabut Director / Audit Committee/ Independent Director
- 2) Mrs. Parinda Vongvitavat Director / Recruitment & Remuneration Committee

During 2 October 2023 - 31 December 2023, In the past, the Company invited shareholders to nominate persons to be elected as directors of the Company. in advance which has been published on the Company's website and notified via the Stock Exchange of Thailand's news system. However, no shareholder nominated a person for election as a director of the Company.

The Nomination and Remuneration Committee was considered through screening the characteristics and important characteristics of each person who has knowledge and qualifications special abilities and experience according to the selection and found that it should be offered to take care of which both presidents will return to visit as usual again another agenda This is because both directors have appropriate qualifications for the Company's business operations. and have the qualifications to perform duties according to the scope, authority, and duties of the Board of Directors Audit Committee and the Nomination and Remuneration Committee Details appear in attachment 6 (page 38) In addition, he is determined to perform his duties to the best of his ability. and provided suggestions regarding business operations that were beneficial to the company Throughout the period of holding the position The two aforementioned directors were happy to accept them as directors of the company for another agenda.

Opinion of the Board:

The Board of Directors has considered that The person nominated this time has been reviewed according to the process specified by the company. and have qualifications in accordance with relevant regulations and suitable for the business of the company and at this general meeting of shareholders The Company has directors who have been nominated for the position of independent directors. which the Board of Directors has considered It is of the

opinion that the person who will be nominated as an independent director has qualifications in accordance with the laws related to the requirements relating to independent directors. The shareholders should allow the 2 directors who retired by rotation to consist :

- 1) Ms. Sajjaphorn Kanittabut Director / Audit Committee/ Independent Director
- 2) Mrs. Parinda Vongvitavat Director / Recruitment & Remuneration Committee , Returning to the position for another term According to the proposal of the Nomination and Remuneration Committee that has considered and screen appropriately.

In this regard, the brief biography of the 2 directors appears in Enclosure 3 (page 29).

Vote required: Resolution to approve this Agenda Item shall require affirmative votes of a majority of the votes of the shareholders attending and being eligible to vote. In of an equality of votes, the Chairman of the meeting shall be entitled to a second vote which shall be a casting vote.

Agenda Item 6: To consider Approval of Directors’ Remuneration and Sub-committee’s Remuneration for Year 2024

Objective and Rationale: To comply with Section 90 of the Public Limited Companies Act (Revised) and Article 22 of the Company's Articles of Association, the payment of remuneration for directors must be approved by the shareholders' meeting.

Opinion of the Board: Having considered various amounts of the Directors’ remuneration and sub-committee’s remuneration, the Nomination and Remuneration Committee and agreed to propose to the shareholders to approve the remuneration for the directors Sub-committee In the form of monthly compensation and meeting allowance at the same rate as the rate approved by the Annual General Meeting of Shareholders in 2023, in addition to the remuneration paid by the directors The company has provided compensation and other benefits including Directors & Officers Liability Insurance.

Rules and Steps to be taken in proposing remuneration: Having considered various amounts of the Directors’ remuneration and sub-committee’ s remuneration, the Nomination and Remuneration Committee deems it appropriate to propose to the Board of Directors and the shareholders’ meeting for consideration and approval of various amounts of the 2024 remuneration for the Board of Directors and sub-committees, which are **at the**

same rates as the previous year's, as detailed below:

Directors' remuneration

- 1) Monthly remuneration
 - Chairman of the Board: Baht 40,000/ month;
 - Directors: Baht 20,000/ month.
- 2) Meeting Allowance
 - Chairman of the Board: Baht 10,000/ meeting;
 - Directors: Baht 10,000/ meeting

Audit Committee's remuneration

- 1) Meeting Allowance
 - Chairman of the Audit Committee: Baht 5,000/ meeting;
 - Audit Committee member: Baht 5,000/ meeting

Nomination and Remuneration Committee' remuneration

- 1) Meeting Allowance
 - Chairman of the Nomination and Remuneration Committee
: Baht 5,000/ meeting;
 - Nomination and Remuneration Committee member
: Baht 5,000/ meeting

Other remuneration for other directors / committees: -None-

Opinion of the Board: The Board of Directors has considered that it is advisable for the shareholders' meeting to approve the amounts of remuneration for Directors and Sub-committees as proposed by the Nomination and Remuneration Committee

Vote required: Resolution to approve this Agenda Item shall require affirmative votes of Two-Thirds (2/3) of the total votes of the shareholders attending and being eligible to vote.

Agenda Item 7: To consider Approval of Appointment of External Auditors and Determination of Audit Fees

Objective and Rationale: Section 120 of the PLC Act and Article 36 of the Articles of Association of the Company provide that the auditors shall be elected/appointed and their audit fee shall be fixed by annual general meeting of the Company's shareholders annually. A retiring auditor is eligible for re-election.

Opinion of the Audit Committee: Having considered the quality of work rendered by the existing auditors of the Company for 2023, namely, Siam Truth Audit Company Limited, as well as their suitability and independence in performing their obligations to the best of their abilities in a timely manner and providing useful recommendations for the preparation of the Company's financial statements, the Audit Committee is of the view that Siam Truth Audit Company Limited is a suitable candidate possessing qualifications required under the Announcement of the Securities Exchange Commission appears in Enclosure 4 (page 33). Therefore, it should be proposed to the Board of Directors at the Board of Directors' meeting of the Company. Consider and propose to the 2024 Annual General Meeting of Shareholders to consider and approve the appointment of the following certified public accountants from Siam True Audit Company Limited to be the Company's auditors for the year 2024.

1. Mr. Banjong Pitchayaprasant, Certified Public Accountant No. 7147, having Is the signer of the financial statements for the year 2018 – 2022 Total 5 Year; or
2. Mr. Kraisith Silpamongkolkul, Certified Public Accountant No. 9429, having the signer of the financial statements for the year 2013 – 2017 Total 5 Year and 2023 or
3. Miss Khemanunt Jaichuen, Certified Public Accountant No. 8260, having Never signed in the financial statements.

In addition, Certified Public Accountant from Siam Truth Audit Co., Ltd. is a company that has audited for the Company for 8 years and has no relationship and/or conflict of interest with the Company and its subsidiaries, including executives, major shareholders or persons related to such persons Therefore, they are independent in auditing and expressing their opinions on the Company's financial statements.

For the amount of audit fees, Siam Truth Audit Co., Ltd. proposes to adjust the auditor's remuneration for the year 2024, equal to 1,760,000 baht and other related expenses as the auditor will collect from the Company due to changing circumstances The auditor may collect additional audit fees from the previously specified.

Comparison data with auditor's remuneration in the past year

List	2021	2022	2023 (For Approve)
Audit fee (Baht)	1,600,000	1,760,000	1,760,000 (Equal to last year)
Other service charges	1. Revenue inspection work for airports 30,000 baht per license 2. Other direct expenses such as travel, stamp fees, etc., if applicable The auditor will be charged separately from the audit fee	1. Revenue inspection work for airports 30,000 baht per license 2. Other direct expenses such as travel, stamp fees, etc., if applicable The auditor will be charged separately from the audit fee	1. Revenue inspection work for airports 30,000 baht per license 2. Other direct expenses such as travel, stamp fees, etc., if applicable The auditor will be charged separately from the audit fee

In addition, in 2024, the Company has 2 subsidiaries, namely ASAP Protect Company Limited and Eternity At One Co., using the same auditing office as the Company, namely Siam Truth Audit Company Limited.

Opinion of the Board of Directors:

The Board of Directors has considered and deems it appropriate for the shareholders' meeting to approve the appointment of:

1. Mr. Banjong Pitchayaprasant, Certified Public Accountant No. 7147; or
2. Mr. Kraisith Silpamongkolkul, Certified Public Accountant No. 9429; or
3. Miss Khemanunt Jaichuen, Certified Public Accountant No. 8260,

of Siam Truth Audit Company Limited to be the Company' auditors for the year 2024 and approved the audit fee for the year 2024 in the amount of 1,760,000 baht Equal to last year according to the opinion of the Audit committee.

Vote required:

Resolution to approve this agenda Item shall require affirmative votes of a majority of the votes of the shareholders attending and being eligible to vote. In of an equality of votes, the Chairman of the meeting shall be entitled to a second vote which shall be a casting vote.

Agenda Item 8: Other businesses (if any)

The shareholders to appoint independent directors of the Company **“Shareholders should study the details of the meeting agenda before deciding to authorize the proxy”** and please complete and sign the proxy form B attached herewith, Enclosure 13 (page 59 - 63) Alternatively, you can download the Proxy Form A. or Form B. or Form C. (In this regard, the Proxy Form C. is only used in the case that the shareholder is a foreign investor and appoints a custodian in Thailand to be a share depository and keeper) from www.asapcarrent.com by choosing to use one

Brief details of the independent directors proposed to serve as a proxy of shareholders to attend and vote on their behalves are provided in Enclosure 7 (Page 43)

If the shareholders have any questions related to the meeting and various agendas before the meeting can send inquiry in advance or, if you wish to receive the Annual Registration Statement / Annual Report 2023 (Form 56-1 One Report) in hard copy format, please fill in the Form 2023 Annual Registration Statement / Annual Report (Form 56-1 One Report) in book form/ advance inquiry Appears in Enclosure 9 (Page 47)

Incidentally, on March 18, 2024 (Record Date) is fixed as the date of determining the names of shareholders entitled to attend

Yours sincerely,

By the Resolutions of the Board of Directors



(Mr. Songvit Titipunya)

Vice-Chairman/ Chief-Executive-Officer

Synergetic Auto Performance Public Company Limited

[-Translation-]

Enclosure 1.

Minutes of Annual General Meeting of Shareholders for Year 2023
via electronic device (E-AGM)
of
Synergetic Auto Performance Public Company Limited

Time, Date and Venue of Meeting:

The Annual General Meeting of Shareholders for Year 2023 of Synergetic Auto Performance Public Company Limited (**the “Company”**) was held on 27 April 2023 at 13:00 hr.- 14.06 hr., which uses the E-AGM system of OJ International Company Limited

Introduction:

Ms. Siriporn Sirisap, Company Secretary and Investor Relations, (the **“Company Secretary”**) informed the Meeting that there were 6 shareholders present at the Meeting in person and 39 shareholders attending the Meeting by proxy, totalling 45 shareholders attending the Meeting, representing 496,565,244 shares or 68.3974 percent of the total paid up share capital of the Company, thus a quorum was formed in accordance with Article 33. Of the Articles of Association of the Company.

Today's meeting is an electronic meeting, the traffic information will be collected electronically of all attendees as evidence in attending the meeting such as the username or the attendee's username and the date and time of attendance and cancellation and the video and audio of the meeting attendees and other information will be recorded related Such as the number of attendees and the list of present attendees voting results of attendees etc.,.

Preliminary Proceeding:

Mr. Yol Phokasub, Chairman of the Board of Directors, who chaired the Meeting according to Article 33 of the Company's Articles of Association (the **“Chairman”**), welcomed the Annual General Meeting of shareholders for year 2023 and, then, declared the Meeting open to convening the Meeting, Miss Siriporn Sirisap Company Secretary and Investor Relation introduced the members of the Board of Directors, the management, the auditor and the legal advisor of the Company, who attended the Meeting, as follows:

Directors attending the electronic meeting are:

1. Mr. Yol Phokasub, Chairman of the Board of Directors, Independent Director
2. Mr. Songvit Titipoonya, Vice Chairman of the Board of Directors, Chief Executive Officer
3. General Siravudhi Sukanthanark, Director

4. Mrs. Parinda Vongvitavat, Director, Member of the Nomination and Remuneration Committee
5. Mr. Tanachai Bunditvorapoom, Director, Member of the Nomination and Remuneration Committee ,Independent Director
6. Ms. Sajjaphorn Kanittabut, Director, Audit Committee, Independent Director
7. Mr. Prayuth Jitvacharakomol Director, Audit Committee, Independent Director, Chairman of the Nomination and Remuneration.

The directors who were absent from the meeting were:

1. Ms. Ramiha Pacharavanich, Director ,Chairman of the Audit Committee, Independent Director

There were 8 directors in total, 7 people attended the meeting, representing the proportion of directors attending the meeting equal to 87.50% of all directors.

The Management team attending electronic meetings:

1. Mr. Prateep Silruk, Deputy Managing Director -Account & Finance / CFO
2. Miss Ladda Satchoi, General Manager Call Center
3. Mr. Pakorn Bunpanya, General Manager - After Sales
4. Mr. Tul Vongvitavat, General Manager – Used Car Marketing
5. Ms. Kanlayanee Sa-nguansak, General Manager short term & asap select
6. Mr. Saranphat Trairat , Accounting Manager/ Accountant
7. Miss Siriporn Sirisap Company Secretary, Investor Relation / Minutes Recorder

Auditors from Siam Truth Audit Company Limited attending electronic meetings:

1. Mr. Bunjong Pichayaprasat
2. Miss. Orawan Suwanhiranchot

Legal Advisor from Chandler MHM Company Limited attending electronic meetings:

1. Mr. Patthanawach Nuntawowart
2. Mr. Pawee Jongrungrueang

The Chairman informed the meeting, Thank you for your dignity and time taking part in the Annual General Meeting of Shareholders for the year 2023 today on this occasion, I would like to open the Annual General Meeting of Shareholders for the year 2023 of Synergetic Auto Performance Public Company Limited.

In the past year 2022, the company still adjusts the target to reduce the number of long-term car rentals by about 10 percent for the most appropriate balance of cost management. And it is expected that after this, the company will continue to maintain the number of long-term car rental fleet to grow gradually in line with the recovery of the domestic economy.

For short-term car rental business after the period from COVID 19, the company has increased the number of short-term car rentals. Both daily rental cars according to branches or rent a car through the application in order to fully correspond with the situation of returning tourism with more corporate customer journeys. In the future, the company will increase the ratio of the number of long-term and short-term rental cars from the past at 95:5 to become 80:20 in the near future. which will bring worthwhile returns by taking advantage of the applications that the company has developed until it can be used to provide services perfectly.

For the asap select franchise, this past year is the year that we have just passed the COVID 19 situation. causing the company to increase the number of franchises as expected. The Company expects that the original goals will be achieved in the current year. And in the past year, selling cars through Asap Select was still the option that gave the highest return per unit as before.

The sale of cars for rent at the end of the contract, the price of used cars in the past year considered to have passed the lowest point This makes the company able to make a profit from the sale of cars at the end of the contract throughout the year. In addition, the company has reduced the residual value of all rental cars. to match the market price as well. This allows the company to generate profits from sales appropriately. The company has a new platform for selling used cars called Casap, which will be an online platform that will help allocate used car sales channels appropriately.

As for the anti-corruption policy, the company adheres to transparency, ethics, and manages business under the principles of good corporate governance.

Later, the Chairman assigned Miss. Siriporn Sirisap, Company Secretary and Investor Relations clarification of rules and procedures in the meeting and details of how to vote and counting the votes summarized as follows:

Khun Siriporn informed the meeting that Board of Directors has passed a resolution approving the holding Annual General Meeting of Shareholders of the 2023 on Thursday, April 27, 2023 at 1:00 p.m., specifying the names of shareholders who are entitled to attend Annual General Meeting of Shareholders the 2023 on March 22, 2023 or Record Date and the company sent a summary of the agenda to Mailing shareholders and bring the full copy of the meeting invitation letter on the company website from March 24, 2023 for all shareholders to read. I would like to inform the agenda according to the invitation letter as follows:

- Agenda Item 1: Approval the Minutes of the Annual General Meeting of Shareholders for year 2022.
- Agenda Item 2: Acknowledgement of the Report of the Board of Directors on the Operating Results of Year 2022.

- Agenda Item 3: Approval of the Balance Sheets and Statements of Earnings for the Year Ended December 31, 2022.
- Agenda Item 4: To consider Allocation of the Net Profit as Legal Reserve and Non-Payment of dividend for the 2022 operating results.
- 4.1 To consider Approval of Allocation of the 2022 Net Profit as Legal Reserve.
- 4.2 To consider and approve the omitted of dividend for the 2022 operating results.
- Agenda Item 5: To consider Approval of Election of Directors in replacement of those retiring by rotation.
- Agenda Item 6: To consider Approval of Directors' Remuneration and Sub-committee's Remuneration for Year 2023.
- Agenda Item 7: To consider Approval of Appointment of Auditors and Determination of Audit Fees
- Agenda Item 8: Other businesses (if any)

Each shareholder had a number of votes equal to one share per one vote and the shareholder was able to vote "Approved" "Disapproved" or "Abstain" in accordance with his voting rights without any segregation of his/her shareholdings for the purpose of casting different votes, except for the case of the Custodian. In case of proxy, a proxy was entitled to vote in line with those intentions specified in the relevant proxy.

A shareholder who has a special interest in any matter Such shareholder or proxy of that shareholder will not have the right to vote on such matter and the chairman of the meeting may invite such persons temporarily leave the meeting unless it is a matter of voting for the election of directors.

For the shareholders who have authorized the independent directors of the Company attend meetings and vote instead. That shareholder The counted votes will be the votes that include the votes according to the wishes of the shareholders who have granted proxy to the Company's independent directors.

The counting of votes according to the agenda of the Annual General Meeting for year 2023 of Shareholders that was notified will be divided into 2 types according to the Public Limited Companies Act B.E. 2535 and the Articles of Association of the Company:

- a) The following agenda items were required affirmative votes of a majority of the votes of the shareholders attending and being eligible to vote. The Company was to count only those vote casted by the shareholders attending and being eligible to vote "Approved" and "Disapproved"

without counting those shareholders who abstained from vote or those void ballots. In case of an equality of votes, the Chairman was entitled to a second vote which was a casting vote.

Agenda Item 1: Approval the Minutes of the Annual General Meeting of Shareholders for year 2022.

Agenda Item 3: Approval of the Balance Sheets and Statements of Earnings for the Year Ended December 31, 2022.

Agenda Item 4: To consider Allocation of the Net Profit as Legal Reserve and Non-Payment of dividend for the 2022 operating results.

Agenda Item 5: To consider Approval of Election of Directors in replacement of those retiring by rotation.

Agenda Item 7: To consider Approval of Appointment of Auditors and Determination of Audit Fees

- b) Agenda that requires votes of not less than two-thirds of the total number of votes of the shareholders who attend the meeting, which is Agenda 6 To consider Approval of Directors' Remuneration and Sub-committee's Remuneration for Year 2023, whereby the Company will calculate the votes base by counting the votes of the shareholders who attend the meeting. Shareholders attending the meeting vote "Agree", "Disagree", "Abstain" and "Voided".

Electronic voting method

1. Since this meeting is an electronic meeting Therefore, no ballot papers were printed.
2. In voting Shareholders are asked to go to the E-Voting window to vote on each agenda item. Within 1 minues set time. When you click on a voting option, the system will have a Pop Up asking once again that Confirm the vote or not Press OK to confirm the vote. In the event that the shareholders Want to change the voting can be done by clicking on the new score again, but if the agenda has been closed Shareholders will not be able to vote or change the vote.
3. In the event that shareholders wish to change their voting Can be done by pressing the new score again. If the agenda has been closed for voting, shareholders will not be able to vote. or change the vote.

For attendees via mobile devices or tablets, please switch from Zoom back to Chrome to vote in the E-Voting menu.

4. When you have finished voting Please return to the E – meeting window (zoom program) to continue watching the video and audio of the meeting.
5. The system will collect points. by counting the total votes from those who voted via E-Voting and those who voted in advance via proxy

How to ask questions

The Chairman will provide opportunities for shareholders and proxies from the Company's shareholders. Able to ask questions about the agenda. The meeting under consideration can be made by shareholders who wish to ask questions. This can be done in the following way.

1. questioning by speaking You must be at the E – meeting window, then you go to the Participant menu and press the Raise Hand button when the MC calls the shareholder's name. The staff will open the mic for you to inquire. The shareholder must press Unmute and turn on the mic on the shareholder device. Each time you ask a question, provide your first and last name. and specify whether you are coming in person or as a proxy before asking questions every time for the benefit of taking accurate and complete minutes of the meeting.

Note: In the event that the shareholder cannot speak through the mic Please type your questions via Chat.

2. query by typing You go to the Chat menu in the E – meeting (Zoom) window to type a message and send it to the system. Each time you ask a question, tell us your first and last name and indicate whether you are coming in person or as a proxy before asking every question. times for the benefit of taking complete and accurate minutes of the meeting.
3. Allow you to select the recipient by sending an inquiry to asap Q&A in case you did not select as stated. Your inquiry will not arrive on the Company.

Subsequently, the Chairman assigned Mr. Songvit Titipoonya, Vice Chairman and Chief Executive Officer to report to the meeting on Agenda item 1: Approval the Minutes of the Annual General Meeting of Shareholders for year 2022.

Agenda Item 1: Approval the Minutes of the Annual General Meeting of Shareholders for year 2022.

Mr. Songvit Titipoonya informed the meeting that the Annual General Meeting of Shareholders for year 2022 was held on April 26, 2022 and the minutes of the meeting were prepared within 14 days from the date of the meeting. which has been sent to the Stock Exchange of Thailand and the Ministry of Commerce within the period specified by law and published on the Company's website (www.asapcarrent.com). Such versions are posted on the Company's website. one more time with the invitation letter and documents Related to the 2023 Annual General Meeting of Shareholders since March 24, 2023 to request the shareholders to consider and certify the Minutes of the Annual General Meeting of Shareholders for year 2022.

Mr. Songvit Titipoonya informed that The Board of Directors considers that the minutes of the Annual General Meeting of Shareholders for year 2022 are correctly recorded and recommends the shareholders to certify the minutes of such meeting.

The Company Secretary subsequently informed the Meeting that resolution to approve this Agenda Item was required affirmative votes of a majority of the votes of the shareholders attending and being eligible to vote. In case of an equality of votes, the Chairman was entitled to a second vote which was a casting vote. She also asked the Meeting to raise questions and comments in relation to or in connection with this matter. As there were no questions or comments raised, she later asked the Meeting to consider and certify the minutes of the said Annual General Meeting of Shareholders for year 2022.

In this agenda, there were 4 additional shareholders attending the meeting, totaling 542,952 shares.

A total of 49 shareholders attended the meeting, totaling 497,108,196 shares.

Resolution The Meeting considered and resolved certification of the minutes of the Annual General Meeting of Shareholders for year 2022 by affirmative votes of a majority of the votes of the shareholders attending and being eligible to vote as per details below.

Voting	No. of Votes	Percentage
Approved	497,108,196	100.0000
Disapproved	0	0.0000
Abstained	200	0.0000
Voided Ballot	0	0.0000
Total	497,108,196	100.0000

Agenda Item 2: Acknowledgement of the Report of the Board of Directors on the Operating Results of Year 2022.

The Chairman asked Mr. Songvit Titipoonya, Vice Chairman and Chief Executive Officer, to inform the Meeting of the performance of the Company for the year 2022,

Mr. Sungevity Titipoonya, Vice Chairman and Chief Executive Officer informed that As of December 31, 2022, the Company had a total of 13,497 cars, a decrease of 2,361 cars compared to December 31, 2021, representing a 15% decrease in the total number of 13,497 cars, of which 12,445 cars were rented, a decrease from last year, 16 percent.

In 2022, the company had car rental income of 2,042.91 million baht, a decrease from the previous year with car rental income of 2,438.71 million baht, representing a decrease of 16%, which was a decrease in car rental income. 19% reduction in long-term due to reduced number of vehicles in fleet. While revenue from short-term car rentals and chauffeur-driven cars increased by 61 percent, despite a decline in revenue. But gross profit from car rental increased 10% due to major costs such as repair and maintenance expenses, insurance expenses, which were better managed.

In the year 2022, the company had income from the sale of cars in the amount of 1,630.91 million baht, consisting of the sale of 3,598 cars, a decrease of 7% from the same period last year,

because in 2022 the company had less cars that had expired contracts to be sold back than the previous year 561 cars but due to the used car prices in the market that have returned to normal conditions As a result, the company has a gross profit from the sale of used cars of 25.27 million baht, compared to the gross loss from the sale of cars last year in the amount of 126.48 million baht.

In 2022, the company had income from real estate rentals and others in the amount of 30.25 million baht, an increase of 11% from the same period of the previous year due to the year 2022 the company bought investments in ordinary shares of ASAP Protect. Co., Ltd., resulting in the company's gross profit from renting real estate and others in the amount of 16.56 million baht, compared to the gross profit of the previous year in the amount of 5.69 million baht.

for the above reasons As a result, the company had a gross profit of 372.59 million baht, an increase of 179.09 million baht from the same period last year, representing an increase of 93%

In 2022, the company has selling expenses. administrative expenses and expected credit losses. The amount of 122.00 million baht, a decrease of 9 percent from the same period last year, which came from more efficient cost management.

In 2022, the company had financial costs of 280.50 million baht, a 23% decrease from the same period last year due to the company slowing down the increase of new cars

In summary, in 2022, the company had a net profit of 90.19 million baht, which was an increase of 351.73 million baht from the year 2021 with a net loss of 261.54 million baht due to the reasons mentioned above, together with gains from changes in fair value. of real estate for investment in the amount of 52.10 million baht.

The Board considered that The shareholders' meeting should acknowledge the report. The Company's performance in the year 2022 and the annual registration statement/annual report 2022 (Form 56-1 One Report).

Later, the company secretary informed the meeting that This agenda is for acknowledgment only. Therefore, there was no consideration to vote on this agenda and the meeting was given an opportunity to ask questions and express opinions.

No shareholder asked questions and leave additional comments.

The meeting acknowledged the report of the operating results for the year 2022 and the annual registration statement / annual report 2022 (Form 56-1 One Report) of the Company.

Agenda Item 3: Approval of the Balance Sheets and Statements of Earnings for the Year Ended December 31, 2022.

The Chairman asked Mr. Songvit Titipoonya, Vice Chairman and Chief Executive Officer to inform the statement of financial position and income statement for the year ended December 31, 2022 as shown in the “Financial Statements” section of the Annual Registration Statement / Annual Report 2022 (Form 56-1 One Report) such financial statements are posted on the Company's website. Since February 27, 2023, the aforementioned financial statements have been audited by Siam Truth Audit Company

Limited. Which is the Company's auditor It has been reviewed by the Audit Committee. and has been approved by the Board of Directors' meeting on February 27, 2023. which is the Company's auditor It has been reviewed by the Audit Committee. and has been approved by the Board of Directors' meeting on February 27, 2023.

Mr. Songvit, informed that The Board considered that The shareholders' meeting should approve the statement of financial position and income statement of the company. For the year ended December 31, 2022 that has been audited by the auditor and reviewed by the Audit Committee is correct.

Statement of Financial Position and Statement of Income for the year ended December 31, 2022, Part 2 of the Annual Registration Statement/Annual Report 2022 (Form 56-1 One Report), summarized as follows:

Items	Financial Statement (Million Baht)		
	Separate financial statements		consolidated financial statements
	2020	2021	2022
Total Assets	12,003.45	9,520.45	7,685.86
Total Liabilities	10,681.41	8,456.29	6,559.33
Revenue from sales and services	3,556.79	4,254.05	3,774.50
Total comprehensive income (loss)	(90.55)	(261.54)	90.19
Basic earnings (loss) per share	(0.12) Baht	(0.37) Baht	0.12 Baht

Later, the company secretary informed the meeting that This agenda requires approval by a majority vote of the shareholders who attend the meeting and have the right to vote. If there are equal votes, the Chairman shall cast an additional vote as a casting vote. and gave the meeting an opportunity to ask questions and express opinions.

When no shareholders asked or expressed any additional opinions Therefore, the meeting was requested to consider and approve the statement of financial position and profit and loss for the year ended December 31, 2022 of the said company.

Resolution The Meeting considered and resolved approval of the Company's balance sheet and profit and loss statements for the year ended 31 December 2022 by affirmative votes of a majority of the votes of the shareholders attending and being eligible to vote as per details below.

Voting	No. of Votes	Percentage
Approved	497,108,196	100.0000
Disapproved	0	0.0000
Abstained	200	0.0000
Voided Ballot	0	0.0000
Total	497,108,196	100.0000

Agenda Item 4: To consider Allocation of the Net Profit as Legal Reserve and Non-Payment of dividend for the 2022 operating results.

The Chairman asked Mr. Songvit Titipoonya, Vice Chairman and Chief Executive Officer reported to the meeting as follows:

4.1 To consider Approval of Allocation of the 2022 Net Profit as Legal Reserve.

Objective and

Rationale:

Section 116 of the PLC Act and Article 46 of the Articles of Association of the Company provide that the Company is required to annually allocate the net profit as the legal reserve in the amount of not less than 5% of the annual net profit, less the accumulated loss carried forward (if any) until the legal reserve fund reaches the amount of not less than 10% of the registered capital of the Company.

At present, the Company's registered capital is Baht 363,000,000.-. The net profit of the Company for the year 2022 is Baht 81,417,549.-

Opinion of the

Board:

The Board considered that shareholders should allow the net profit for the year 2022 as a reserve fund in the amount of 4,070,878 baht, in total, allowing the reserve for the accumulated ribbon amounting to 19,583,792 baht remember with 5.39 of the registered capital first.

Later, the company secretary Informed the meeting that This agenda must be approved with a majority vote of the shareholders who attend the meeting and have the right to vote. If there are equal votes, the Chairman shall cast an additional vote as a deciding vote. and gave the meeting an opportunity to ask questions and express opinions but there were no questions or comments from the shareholders. He then asked the meeting to consider and approve the allocation of net profit for the year 2022 as a legal reserve.

Resolution : The shareholders' meeting, with the majority votes of the shareholders present at the meeting and have the right to vote resolved to approve allocation of the 2022 net profit as legal reserve with a majority vote of the shareholders who attend the meeting and have the right to vote as follows:

Voting	No. of Votes	Percentage
Approved	497,108,196	100.0000
Disapproved	0	0.0000
Abstained	200	0.0000
Voided Ballot	0	0.0000
Total	497,108,196	100.0000

Mr. Songvit Titipunya, Vice Chairman and Chief Executive Officer reported to the meeting as follows:

4.2 To consider and approve the omitted of dividend for the 2022 operating results.

Objective and

Section 115 of the PLC Act and Article 45 of the Articles of Association of the Company provide that the declaration of dividend payment must be approved by the shareholders' resolution.

Rationale:

The Company has a policy to pay dividend to its shareholders out of not less than 60% of the net profit after the corporate income tax and legal reserve as required by law and the Articles of Association, as presented in a separate financial statement. However, such dividend payment may be changed, depending on the necessity and reasonableness as the Board of Directors of the Company may deem appropriate.

Opinion of the

The Board of Directors is of the opinion that from the Company's performance in the Year 2022, the Company has earned Baht 77,346,671 after the allocation to the legal reserve fund, In order to increase liquidity and support various expansion plans in the future, the Board proposed to the shareholders' meeting to approve the omission of dividend payment for the year 2022 performance.

Board:

Later, the company secretary Informed the meeting that This agenda must be approved with a majority vote of the shareholders who attend the meeting and have the right to vote. If there are equal votes, the Chairman shall cast an additional vote as a deciding vote. and gave the meeting an opportunity to ask questions and express opinions but there were no questions or comments from the shareholders. therefore asked the meeting to consider and approve the omission of dividend payment for the operating results of the year 2022 as mentioned

Resolution : The shareholders' meeting, with the majority votes of the shareholders present at the meeting and have the right to vote resolved to approve the omitted of dividend for the 2022 operating results with a majority vote of the shareholders who attend the meeting and have the right to vote as follows:

Voting	No. of Votes	Percentage
Approved	497,108,196	100.0000
Disapproved	0	0.0000
Abstained	200	0.0000
Voided Ballot	0	0.0000
Total	497,108,196	100.0000

Agenda Item 5: To consider approval of election of directors in replacement of those retiring by rotation.

The Chairman informed the meeting that Mr. Prayuth Jitvacharakomol, Chairman of the Nomination and Remuneration Committee Mr. Tanachai Bunditvorapoom, Member of the Nomination and Remuneration Committee was the person who reported to the meeting on his behalf as follows:

Mr. Tanachai Bunditvorapoom of the Nomination and Remuneration Committee informed the Meeting that Section 71 of the PLC Act and Article 17 of the Articles of Association of the Company provide that one-third (1/3) of Directors shall retire by rotation at the annual general meeting, and the retiring directors are eligible for re-election.

At present, 8 Directors were serving as members of the Board of Directors. As at the Annual General Meeting for year 2023, the following 3 directors were due to retire by rotation:

- 1) General Siravudhi Sukanthanark Director
- 2) Mr. Prayuth Jitvacharakomol Director / Independent Director / Audit Committee / Chairman of the Nomination & Remuneration Committee
- 3) Miss. Ramiha Pacharavanich Director / Independent Director / Chairman of the Audit Committee

From 1 October 2022 - 31 December 2022, The Company invited shareholders to nominate a person to be elected as a director of the Company. in advance which has been published on the Company's website and informed through the news system of the Stock Exchange of Thailand. However, no shareholder nominated a person to be elected as a director of the Company.

Nomination and Remuneration Committee have been considered through a careful scrutiny process and be careful Select individuals who have qualifications, knowledge, abilities, expertise and experience in accordance with the recruitment process. It is advisable to propose that all 3 directors who have retired from office be re-appointed as the Company's directors next term. Because all 3 directors have qualifications suitable for the Company's business operations. and have qualifications to perform duties in accordance with the scope, powers and duties of the Board of Directors. and the Nomination and Remuneration Committee Details appear in Attachment 6. They also have the intention to perform their duties to the best of their ability. and gave suggestions on business operations that are beneficial to the Company. throughout the period of tenure All 3 directors are welcomed to be directors of the Company. for another term as well

Mr. Tanachai Bunditvorapoom The Board considered that The general meeting of shareholders should approve the election of the 3 directors who retired by rotation, namely:

1. General Siravudhi Sukanthanark 2. Mr.Prayuth Jitvacharakomol 3. Miss. Ramiha Pacharavanich , Returning to the position for another term According to the proposal of the Nomination and Remuneration Committee that has considered and screen appropriately.

Later, the company secretary Informed the meeting that This agenda requires a resolution of approval by a majority vote of the shareholders who attend the meeting and have the right to vote. If there are equal votes, the chairperson will have an additional vote as a deciding vote. And gave an opportunity for the meeting to ask questions and express opinions However, there were no shareholders inquiring or expressing opinions. Therefore, the meeting was requested to consider and approve the election of directors to replace those who are due to retire by such term.

Resolution The shareholders' meeting, with the majority votes of the shareholders present at the meeting and have the right to vote It is resolved to approve the reappointment of the following persons to serve as directors of the Company for another term.

- 1) **General Siravudhi Sukanthanark**, holding the positions of **Director**, excluding abstentions and from the calculation base. The voting results were as follows:

Resolution	Number of votes	Percent (%)
Approval	497,108,196	100.0000
Disapproval	0	0.0000
Abstention	200	0.0000
Voided	0	0.0000
Total	497,108,196	100.0000

- 2) Mr.Prayuth Jitvacharakomol, holding the positions of **Director / Independent Director / Chairman of the Nomination & Remuneration Committee**, excluding abstentions and from the calculation base. The voting results were as follows:

Resolution	Number of votes	Percent (%)
Approval	497,108,196	100.0000
Disapproval	0	0.0000
Abstention	200	0.0000
Voided	0	0.0000
Total	497,108,196	100.0000

- 3) Miss. Ramiha Pacharavanich, holding the positions of **Director / Independent Director / Chairman of the Audit Committee** , excluding abstentions and from the calculation base. The voting results were as follows:

Resolution	Number of votes	Percent (%)
Approval	497,108,196	100.0000
Disapproval	0	0.0000
Abstention	200	0.0000
Voided	0	0.0000
Total	497,108,196	100.0000

Agenda Item 6: To consider Approval of Directors’ Remuneration and Sub-committee’ s Remuneration for Year 2023.

The Chairman asked Mr. Prayuth Jitvacharakomol Chairman of the Nomination and Remuneration Committee and Audit Committee informed to the meeting regarding Agenda 6: Determination of remuneration for directors and sub-committees for the year 2023 can be summarized as follows:

Mr. Prayuth Jitvacharakomol Chairman of the Chairman of Nomination and Remuneration Committee and Audit Committee, informed to the Meeting that Section 90 of the Public Limited Company Act (amended) and Article 22 of the Company's Articles of Association, the remuneration of directors must be approved by the shareholders' meeting.

Having considered various amounts of the Directors’ remuneration and sub-committee’ s remuneration, the Nomination and Remuneration Committee and agreed to propose to the shareholders to approve the remuneration for the directors Sub-committee In the form of monthly compensation and meeting allowance at the same rate as the rate approved by the Annual General Meeting of Shareholders in 2022, in addition to the remuneration paid by the directors The company has provided compensation and other benefits including Directors & Officers Liability Insurance.

Having considered various amounts of the Directors’ remuneration and sub-committee’ s remuneration, the Nomination and Remuneration Committee deems it appropriate to propose to the Board of Directors and the shareholders’ meeting for consideration and approval of various amounts of the 2023 remuneration for the Board of Directors and sub-committees, which are at the same rates as the previous year’s, as detailed below:

Directors’ remuneration

- 1) Monthly remuneration
 - Chairman of the Board: Baht 40,000/ month
 - Directors: Baht 20,000/ month

- 2) Meeting Allowance
- Chairman of the Board: Baht 10,000/ meeting
 - Directors: Baht 10,000/ meeting

Audit Committee's remuneration

- 1) Meeting Allowance
- Chairman of the Audit Committee: Baht 5,000/ meeting
 - Audit Committee member: Baht 5,000/ meeting

Nomination and Remuneration Committee' remuneration

- 2) Meeting Allowance
- Chairman of the Nomination and Remuneration Committee: Baht 5,000/ meeting
 - Nomination and Remuneration Committee member: Baht 5,000/ meeting

Other remuneration for other directors / committees: -None-

The Company Secretary subsequently informed that This agenda must be approved by a vote of not less than two-thirds (2/3) of the total votes of the shareholders attending the meeting under Section 90, paragraph 2 of the Public Limited Companies Act BE 2535 (as amended) and Article 22 of the Articles of Association of the Company and opened the opportunity for the shareholders to ask questions and express their opinions.

As there were no questions or comments raised, the Company Secretary later asked the Meeting to consider approval of the aforesaid amounts of the 2023 remuneration for Directors and Sub-committees as proposed by the Nomination and Remuneration Committee.

Resolution The meeting approved the remuneration for directors and sub-committee members for the year 2023, equal to the previous year with votes Not less than two-thirds (2/3) of the total number of votes of the shareholders attending the meeting The resolution of the meeting consisted of the following votes:

Voting	No. of Votes	Percentage
Approved	497,108,196	100.0000
Disapproved	0	0.0000
Abstained	200	0.0000
Voided Ballot	0	0.0000
Total	497,108,196	100.0000

Agenda Item 7: To consider Approval of Appointment of External Auditors and Determination of Audit Fees

The Chairman asked Ms. Sajjaphorn Kanittabut, Director and Chairman of the Audit Committee report to the meeting about Agenda 7: Appointment of the auditor and determine the amount of audit fees Summarized as follows:

Ms. Sajjaphorn Kanittabut, Director and Chairman of the Audit Committee informed the Meeting that Section 120 of the PLC Act and Article 39 of the Articles of Association of the Company provide that the auditors were to be elected/appointed and their audit fee to be fixed by annual general meeting of the Company's shareholders annually a retiring auditor was eligible for re-election.

Audit Committee consider the quality of work Review the suitability and independence in the performance of duties of the Siam True Audit Company Limited, the Company's auditor for the year 2022, who has fully performed work within the specified time and Provide useful recommendations for the preparation of the Company's financial reports very well is of the opinion that Siam True Audit Company Limited is suitable and qualified according to the announcement of the Securities and Exchange Commission. Appears in Attachment 4. Therefore, it is appropriate to propose to the Board of Directors at the Board of Directors' meeting of the Company consider and propose to the 2023 Annual General Meeting of Shareholders to consider and approve the appointment of the following certified public accountants from Siam True Audit Company Limited to be the Company's auditors for the year 2023.

1. Mr. Banjong Pitchayaprasant, Certified Public Accountant No. 7147, the signer of the financial statements for the year 2018 - 2022 ; or
2. Mr. Kraiith Silpamongkolkul, Certified Public Accountant No. 9429, being the person who signs the financial statements for the year 2013 - 2017 or
3. Miss Khemanunt Jaichuen, Certified Public Accountant No. 8260, Never signed in the financial statements.

In addition, the Certified Public Accountant from Siam Truth Audit Company Limited is a company that has audited the Company for 7 years and has no relationship and/or interest with the Company and its subsidiaries, including executives, major shareholders or persons related to such persons Therefore, they are independent in auditing and expressing their opinions on the Company's financial statements.

For the amount of audit fees, Siam Truth Audit Co., Ltd. proposed to adjust the auditor's remuneration for the year 2023, increased by 10 percent from the year 2022, equal to 1,760,000 baht and other related expenses according to the auditor. will be collected from the company. However, in the event that the auditor has to work more or spend more time on performance than expected. due to changing circumstances The auditor may collect additional audit fees from previously specified.

In addition, the Company has one subsidiary company, ASAP Protect Co., Ltd. by the Board of Directors of the subsidiary considered to select Siam Truth Audit Company Limited as the auditor for the

year 2023, using the same auditing firm as the Company. There is an annual audit fee and a quarterly review fee. The total amount is 490,000 baht, equal to the year 2022.

He further informed that the Board of Directors had considered and deemed it appropriate for the shareholders' meeting to approve the appointment of:

1. Mr. Banjong Pitchayaprasant, Certified Public Accountant No. 7147; or
2. Mr. Kraisith Silpamongkolkul, Certified Public Accountant No. 9429; or
3. Miss Khemanunt Jaichuen, Certified Public Accountant No. 8260,

of Siam Truth Audit Company Limited to be the Company' auditors for the year 2023, and approved the audit fee for the year 2023 in the amount of 1,760,000 baht according to the opinion of the Audit Committee.

Company Secretary further informed that This agenda requires approval by a majority vote of the shareholders who attend the meeting and have the right to vote. If there are equal votes, the Chairman shall cast an additional vote as a casting vote and gave the meeting an opportunity to ask questions and express opinions. but no shareholders asked or expressed their opinions. therefore asked the meeting to consider and approve the appointment of auditors. and determine the amount of such audit fee.

Resolution Shareholders' meeting by majority votes of shareholders attending the meeting and having the right to vote Resolved to appoint an auditor from Siam Truth Audit Company Limited to be the Company's auditor for the year 2023 by assigning one of the auditors according to the following list is the auditor of the company:

1. Mr. Banjong Pitchayaprasant, Certified Public Accountant No. 7147; or
2. Mr. Kraisith Silpamongkolkul, Certified Public Accountant No. 9429; or
3. Miss Khemanunt Jaichuen, Certified Public Accountant No. 8260,

And approve the auditor's remuneration for the year 2023, the amount of 1,760,000 baht and other related expenses as the auditor will collect from the company. The resolution of the meeting consisted of the following votes:

Voting	No. of Votes	Percentage
Approved	497,108,196	100.0000
Disapproved	0	0.0000
Abstained	200	0.0000
Voided Ballot	0	0.0000
Total	497,108,196	100.0000

Agenda Item 8: Other businesses (if any)

The Chairman informed that at this time, the meeting considered various matters. In accordance with the order of the agenda presented in the invitation to the meeting completely. If the meeting has any questions or comments that are beneficial to any company.

When no shareholder asked questions and expressed additional opinions. The Chairman subsequently expressed his appreciation to all shareholders for their trust in being part of Synergetic Auto Performance Public Company Limited and for their value time to attend Annual General Meeting for year 2023, and hoped to receive a good co-operation from them for any upcoming as usual. The meeting was closed at 14.06 hr.,

Signed ----- Chairman of the Meeting

(Mr. Yol Phokasub)

Chairman of the Board of Directors

Signed ----- Minutes Recorder

(Miss Siriporn Sirisap)

Company Secretary and Investor Relation

Enclosure 3

Profile of Retiring Directors who are nominated for Re-election for another Term

For consideration of Agenda 5: To consider Approval of Appointment of Directors for Replacement of Retired Directors

Name – Surname	:	Ms. Sajjaphorn Kanittabut	
Proposed Position	:	Director / Audit Committee / Independent Director	
Current Position	:	Director / Audit Committee / Independent Director	
Age	:	63 Years	
Nationality	:	Thai	
Address	:	5/1248 Village No. 10, Bang Talat Subdistrict, Pak Kret District Nonthaburi Province 11120	
Education	:	Master of Public Administration (NIDA) Bachelor of Laws Thammasat University Bachelor of Accounting Bangkok University	
Director Training Records	:	Director Accreditation Program (DAP) Class 185,2021	
Date of Appointment	:	May 14, 2021	
No. of Year of Directorship	:	2 Years and 11 Months (Counting until April 2024)	
Meeting Attendance in 2023	:	Board of Directors Meetings: 4/4 times, accounting for 100 percent Audit Committee Meetings: 4/4 times, accounting for 100 percent	
No. of Share(s) held in the Company as of 28 December 2023	:	0 Shares (-%)	
Criteria and Method of Nomination	:	Pursuant to the opinion given by the Recruitment and Remuneration Committee, Ms. Sajjaphorn Kanittabut Have determination to perform duties to the utmost ability and provided suggestions regarding business operations that were beneficial to the company Throughout the period of his tenure, it was deemed appropriate to propose that he return to office for another term	

Director / Executive Position in Other Business

- | | | |
|-----------------------------------|---|-------------|
| (A) Listed Company(s) (Others) | : | None |
| (B) Companies that are not listed | : | 3 companies |
| Companies | | |

No.	Period	Position	Company Name	Business Type
1	October 2019 -Present	Specialist at the Senate	Senate	Government
2	2017 – Present	Subcommittee on Professional Practice in Auditing in Laws Related to the Practice of the Auditing Profession	Federation of Accounting Professions Under The royal patronage of his majesty The king	Government
3	2016 – Present	qualified teacher (Accounting and Taxation)	Sripatum University	Provide taxation training services

(C) Holding a position as a director/executive in other businesses that may cause conflicts of interest or compete with the Company's business. : No director/executive positions in such business

(D) Specify the name of the type of business that may receive benefits (during the past 2 years)
: No director/executive positions in such business

Prohibited properties : No history of criminal offenses involving property that were committed dishonestly There is no history of transactions that may cause conflicts of interest with Company in the past year.

Additional Information to Consider for Independent Director Election

(Having the following interests in the Company, parent company, subsidiaries, affiliates or any legal entities that may have conflicts at present or in the past 2 years.)

Being a director who takes part in the management and/or employee, staff member, advisor who receives regular salary : No


Being professional services provider, e.g., auditor, legal advisor, financial advisor : No

Having material business relationship which affects directors' independence : No

Being an entrepreneur or a director who takes part in the management and/or employee, staff member, advisor who receives a regular salary or holding more than one percent of the total number of voting shares of the company which operating under similar business nature and significant competition to the company or its subsidiary : No

Profile of Retiring Directors who are nominated for Re-election for another Term

For consideration of Agenda 5: To consider Approval of Appointment of Directors for Replacement of Retired Directors

Name – Surname	:	Mrs. Parinda Vongvitavat	
Proposed Position	:	Director /Nomination and Remuneration Committee	
Current Position	:	Director /Nomination and Remuneration Committee	
Age	:	57 Years	
Nationality	:	Thai	
Address	:	1/1 Soi Chokchai 4, Soi 84, Intersection 2, Chokchai 4 Road Lat Phrao Subdistrict, Lat Phrao District, Bangkok	
Education	:	High-school, Triam Udom Suxsa Pattanakarn School	
Director Training Records	:	- Director Accreditation Program (DAP) Class 118, Year 2015, and Financial Statement for - Directors (FSD) Class 31, Year 2016, Thai Institute of Directors	
Date of Appointment	:	April 10, 2006	
No. of Year of Directorship	:	18 Year (Counting until April 2024)	
Meeting Attendance in 2023	:	Board of Directors Meetings: 4/4 times, accounting for 100 percent Nomination and Remuneration Committee Meeting : 1/1 times, accounting for 100 percent	
No. of Share(s) held in the Company as of 28 December 2023	:	Amount 65,133,900 shares (8.972 percent)	
Criteria and Method of Nomination	:	Based on the opinion of the Nomination and Remuneration Committee, Mrs. Parinda Vongvitavat Have determination to perform duties to the utmost ability and provided suggestions regarding business operations that were beneficial to the company Throughout the period of his tenure, it was deemed appropriate to propose that he return to office for another term	

Director / Executive Position in Other Business

- (A) Listed Company(s) (Others) : No position in other listed companies
 (B) Non-listed companies : 1 Company

No.	Period	Position	Company Name	Business Type
1	2015 – Present	Company Director	At Holding Co., Ltd.	Investments in company shares

(C) Holding a position as a director/executive in other businesses that may cause conflicts of interest or compete with the Company's business.

: No director/executive positions in such business.

Prohibited properties : No history of criminal offenses involving property that were committed dishonestly There is no history of transactions that may cause conflicts of interest with Company in the past year.

History and work experience of auditors who have been nominated as auditors

Siam Truth Audit Company Limited

1. Mr. Banjong Pitchayaprasant,

Certified Public Accountant No. 7147,

The current position partner of Siam Truth Audit Company Limited



Education

- Master's degree, Master of Accounting, Chulalongkorn University
- Bachelor's degree in Business Administration, Accounting
Rajamangala University of Technology Krungthep
- Bachelor's degree in Laws, Thammasat University

Experience

- Experience working in auditing for a period of approximately 24 years and holding a position as a partner of the office for a period of approximately 6 years. Khun Banchong is an audit supervisor for a number of companies and has experience in providing services covering a wide range of businesses.
- Auditor approved by the Securities and Exchange Commission

Being a person who has no relationship and/or interest between the auditor and the Company/subsidiary/management/major shareholder or persons related to such persons.

The person who signs the financial statements of the company Synergetic Auto Performance Public Company Limited

-Ever- 5 years period (2018 - 2022)

contact information Siam Truth Audit Company Limited

338 Preecha Complex Building A, 8th Floor, Ratchadaphisek Road

Samsen Nok, Huai Khwang, Bangkok 10310

Telephone 02 275 9599, 094 559 3894

Email : bunjong@siamtruth.com

**History and work experience of auditors who have been nominated as auditors
Siam Truth Audit Company Limited**



2. Mr. Kraisith Silpamongkolkul,

Certified Public Accountant No. 9429

The current position partner of Siam Truth Audit Company Limited

Education

- Master's degree, Master of Accounting Kasetsart University
- Bachelor's degree Auditor, University of the Thai Chamber of Commerce
- Bachelor's degree in Laws, Thammasat University

Experience:

- Have experience working in auditing for a period of approximately 20 years and holding a position as a partner of the office for a period of approximately 6 years. Khun Kraisit is an audit supervisor for a number of companies and has experience in providing services covering a wide range of businesses.
- Auditor approved by the Securities and Exchange Commission

Being a person who has no relationship and/or interest between the auditor and the Company/subsidiary/management/major shareholder or persons related to such persons.

The person who signs the financial statements of the company Synergetic Auto Performance Public Company Limited

The person who signs the financial statements of the company Synergetic Auto Performance Public Company Limited

-Ever- 5 years period (2013 - 2017) and 2023

contact information Siam Truth Audit Company Limited

338 Preecha Complex Building A, 8th Floor, Ratchadaphisek Road

Samsen Nok, Huai Khwang, Bangkok 10310

Telephone 275 9599, 094 559 3894 Email : kraisit@siamtruth.com

History and work experience of auditors who have been nominated as auditors

Siam Truth Audit Company Limited



3. Miss Khemanun Jaichuen,

Certified Public Accountant No. 8260

The current position partner of Siam Truth Audit Company Limited

Education

Master's degree, Master of Accounting Chulalongkorn University

Bachelor's degree in Accounting, Chiang Mai University

Bachelor's degree in Law Thammasat University

Experience:

- Have experience working in auditing for a period of approximately 22 years and holding a position as a partner of the office for a period of approximately 6 years. Khun Khemmanun is an audit supervisor for a number of companies and has experience in providing services covering a wide range of businesses.
- Auditor approved by the Securities and Exchange Commission

Being a person who has no relationship and/or interest between the auditor and the Company/subsidiary/management/major shareholder or persons related to such persons.

The person who signs the financial statements of the company Synergetic Auto Performance Public Company Limited.

The person who signs the financial statements of the company Synergetic Auto Performance Public Company Limited -None-

contact information Siam Truth Audit Company Limited

338 Preecha Complex Building A, 8th Floor, Ratchadaphisek Road

Samsen Nok, Huai Khwang, Bangkok 10310

Telephone 0275 9599, 094 559 3894

Email :: khaymanundt@siamtruth.com

Enclosure 5**Definition of Independent Director**

A person, who shall undertake the duties of an independent director, is required to meet the qualifications and does not have any prohibited characteristics of director as prescribed under the Public Limited Companies Act and laws governing securities and exchange, as well as other related notifications, regulations and/or rules. An independent director, who shall be nominated to the Board of Directors or the shareholders (as the case may be) for consideration and appointment as the Company's independent director, shall be based on his/her educational qualifications, specific expertise, work experience and other proper qualifications. If any independent director vacates his/ her position due to retirement by rotation, the Board of Directors may appoint another independent director, who has the qualifications as aforementioned, to replace the retired independent director only for the remaining term of his/her office.

The Board of Directors has specified the qualifications of an independent director as follows:

1. Holds shares not more than one percent of the total number of the shares eligible to vote in the Company, its parent company, subsidiary companies, associate companies, major shareholders or controlling persons, and the shares held by persons having relationship with the independent director.
2. Is not or was not an executive director, employee, advisor on the payroll or controlling person of the Company, its parent company, subsidiary companies, associate companies, same level subsidiary companies, major shareholders or controlling persons, unless such status was removed for not less than two years before the date of appointment. The aforementioned prohibition excludes the independent director, who used to be a government official or an advisor of a government agency that was a major shareholder or controlling person of the Company.
3. Dose not or did not have blood relationship or legal registration as a parent, spouse, sibling, child, including spouse of child, with other directors, executives, major shareholders, controlling persons or a person to be nominated to an executive position or a controlling person of the Company or its subsidiary companies.
4. Dose not or did not have business relationship with the Company, its parent company, subsidiary companies, associate companies, major shareholders or controlling persons that may impede his/ her independent judgment, and is not or was not a significant shareholder or controlling person of any person having business relationship with the Company, its parent company, subsidiary companies, associate companies, major shareholders or controlling persons, unless such relationship was suspended for not less than two years before the date of appointment.

The aforementioned business relationship includes any normal commercial transaction for business operation, rental or renting out of immovable property, transaction related to assets or services or granting or accepting of financial assistance though accepting or extending loans, guarantees or providing assets as collateral, including any other similar actions, resulting the Company or its counterparty being subject to indebtedness payable to the other party three

percent or more of the Company's net tangible assets or twenty million Baht or more, whichever is lower. The amount of such indebtedness is calculated by using the method for calculating the value of connected transactions according to the related rules concerning the criteria for connected transactions, *mutatis mutandis*. However, the consideration of such indebtedness includes indebtedness incurred during a period of one year before the date on which the business relationship with the relevant person begins.

5. Is not or was not as auditor of the Company, its parent company, subsidiary companies, associate companies, major shareholders, controlling persons, and is not or was not a significant shareholder, a controlling person or a partner of an audit firm that employs the auditors of the Company, its parent company, subsidiary companies, associate companies, major shareholders, controlling persons, unless such relationship was suspended for not less than two years before the date of appointment.
6. Is not or was not a provider of any professional services, including those as a legal advisor or financial advisor that receive service fee payment in the amount more than Baht two million per year from the Company, its parent company, subsidiary companies, associate companies, major shareholders, controlling persons, and is not a significant shareholder, a controlling person or a partner of such professional service provider, unless such relationship was suspended for not less than two years before the date of appointment.
7. Is not a director appointed as a representative of the directors of the Company, major shareholders or shareholders related to such major shareholders.
8. Does not undertake similar businesses in significant competition with the businesses of the Company and its subsidiary companies, or is not a significant partner in a partnership or an executive director, an employee, a staff, an advisor on the payroll, or holds more than one percent of total number of the shares eligible to vote in other companies that operates similar business in significant competition with the business of the Company or its subsidiary companies.
9. Does not bear any other characteristic that could prevent his/her expression of free views about the Company's business operations.

Remark: Synergetic Auto Performance Public Company Limited has prescribed the definition of Independent Director as per the minimum requirement specified by the Securities and Exchange Commission (SEC) and the Stock Exchange of Thailand

Enclosure 6**Scope of Authority and Duties of the Board of Directors**

The Board of Directors has the following authority, duties and responsibilities.

1. Perform duties and oversee the business of the company in compliance with the laws, objectives, articles of association, resolutions of the meetings of the board of directors and the shareholders, responsibly, cautiously and honestly, to protect the company's interests.
2. Formulate vision, strategies, business direction, policies, objectives, business plans, budgets, organization structure and approval authorization of the company and its subsidiaries as proposed by Management; oversee management and performance of Management, sub-committees and other persons assigned to perform such duties to ensure effectively and efficiently complying with the policies formulated for the greatest values to the company and the shareholders.
3. Follow up and evaluate the performance of Management personnel and/or sub-committees of the company continuously and regularly in order to achieve strategies and be in line with the work and budget plans.
4. Ensure that the company and subsidiaries adopt and set in place a suitable and effective accounting systems and a reliable financial and auditing report, as well as an internal control and internal audit system.
5. Specify the frameworks and policies for stipulating salaries, raises, bonuses, remunerations and gratuities for high-ranking executives and oversee the appropriateness of executives' remunerations payment mechanisms.
6. Acknowledge audit reports submitted by the Audit Committee.
7. Approve acquisition and sales of assets (in cases where the transaction sizes are not required approval of the shareholders), new investment and any actions in compliance with the relevant laws, notifications and regulations.
8. Approve and provide opinions concerning connected transactions (in cases where the transactions are required approval of the shareholder) of the company and/or subsidiaries to ensure in compliance with the relevant laws, notifications and regulations.
9. Consider an approval of selection and nomination of the auditors and appropriate remunerations as proposed by the Audit Committee prior to making recommendation to the shareholders at an annual general meeting of shareholders for considerations of approval.
10. Consider an approval of an interim dividend payment to the shareholders of the company.
11. Review risk management procedures and policies; and follow up on the results.
12. Review the company's corporate governance and social responsibility policies, including the anti-corruption, and consider approval of an annual assessment report on corporate governance, social responsibility and anti-corruption made by the assigned sub-committees.

13. Oversee to prevent a conflict of interest between the company's stakeholders and subsidiaries. In cases where any director has a conflict of interest in any transaction with the company or has an increase or decrease of shares held in the company and/or subsidiaries, such director is required to report the aforementioned transaction to the company without delay.
14. Appoint sub-committees to assist and support the Board of Directors to conduct its duties as deemed appropriate.
15. Appoint the company's secretary and/or the Board of Directors' secretary to assist the Board of Directors in various activities to ensure that the company's business activities in compliance with laws and criteria.
16. Engage an independent advisor director or person to provide an opinion or a recommendation as deemed necessary.
17. Formulate an annual report and take responsibility to the company's financial position and performance of each preceding year as formulated and disclosed in the relevant financial statement for making a proposal to the shareholders' meeting.
18. Convene an annual general meeting of shareholders within 4 months from the date of the end of the company's fiscal year.
19. Consider approval of any issues/ matters by honestly taking into account of the interest of the shareholders and all stakeholders of the company.
20. Specify a succession plan for the high-ranking executives of the company.
21. Review and revise the charter of the Board of Directors consistently with circumstances.
22. Authorize one director or more, or other persons to perform any actions on behalf of the Board of Directors.
23. Appoint the Chief Executive Officer Managing Director The most responsible person in the accounting and Chief Finance Officer (CFO) nominated by the Nomination and Remuneration Committee to consider and / or propose to the shareholders' meeting for further appointment. (Depending on the case)

In any case, the Board of Directors' authorization of its authority, duties and responsibilities shall not constitute a delegation or a sub-delegation that may cause the Board of Directors or its delegated persons to be able to approve any transaction on which such person or any person potentially have a conflict of interest (as defined in the related rules), might have an interest or gain benefit in any manner, or might have any other conflict of interest with the company or its subsidiaries, unless an approval of such transaction are in consistent with the policies and criteria approved by the shareholders' meeting or the Board of Directors.

Scope of Authority and Duties of Audit Committee

Audit Committee has the following authority, duties and responsibilities.

1. Review the company's financial reporting process to ensure its accuracy and sufficient disclosure of information.
2. Review the company's internal control and internal audit systems to ensure they are appropriate and efficient; and determine an independency of the internal audit function as well as consider approval of appointment, transfer, termination of employment of the supervisor of the internal audit function or other functions responsible for the internal audit.
3. Review the company's an annual internal audit plan and conduct its assessments jointly with the company's internal auditor and auditor.
4. Review the company to ensure its compliance with the laws concerning securities and exchange, regulations and notifications of the Stock Exchange of Thailand, as well as the laws related to the company and/or business of the company.
5. Consider a selection and nominate of a person or persons to independently perform the duties of the company's auditor, propose remunerations for such person(s), and attend a meeting with the auditors without the attendance of Management at least once in a year.
6. Review any connected transactions or transactions that have potential conflicts of interest to be in compliance with the laws governing securities and exchange, regulations and notifications of the Stock Exchange of Thailand, as well as the laws related to the company and/or business of the company, to ensure such transactions are reasonable and for the greatest benefits of the company.
7. Provide an Audit Committee report disclosed in the company's annual report. Such report is required to be signed by the Chairman of the Audit Committee and consist of at least the information as follows:
 - 1) Opinion on accuracy, completeness and reliability of the company's financial reports;
 - 2) Opinion on the adequacy of the company's internal control system;
 - 3) Opinion on the compliance with laws governing securities and exchange, regulations and notifications of the Stock Exchange of Thailand and the laws related to the company and/or businesses of the company;
 - 4) Opinion on the suitability of auditors;
 - 5) Opinion on transactions that potentially have conflict of interest and connected transactions;
 - 6) Number of the Audit Committee meeting and attendance of each member of Audit Committee;
 - 7) Opinion or overall observations of the Audit Committee from the performance of his/her duties as per its charter; and

- 8) Other transactions on which, according to the Audit Committee's opinion, should be informed to the shareholders and general investors, under the scope of authority, duties and responsibilities assigned by the Board of Directors.
8. Review and make a proposal to the Board of Directors to consider revision of the scope of authority, duties and responsibilities of the Audit Committee to ensure its consistency with circumstances.
9. Audit connected persons under the scope of authority and duties of the Audit Committee and employ or recruit an expert for specific area to assist in the auditing.
10. If it is discovered or suspected the followings, which might significantly impact to the company's financial position and performance, the Audit Committee is to report to the Board of Directors to take corrective actions within a timeframe as deemed appropriate by the Audit Committee.
 - 1) Transactions are in conflict of interest.
 - 2) Corruptions or unusual circumstances or mistakes significantly impact to the internal control system.
 - 3) Violations of laws governing securities and exchange, regulations and notifications of the Stock Exchange of Thailand or other laws related to the company and/or businesses of the company.

If the Board of Directors or executives do not take any corrective actions within the specified timeframe, any member of the Audit Committee may make a report on the aforementioned transactions or incidents to the Office of the Securities and Exchange Commission or the Stock Exchange of Thailand.

11. Provide an opinion to Management on appointment, dismissal, performance, budgets and manpower of the internal audit function or other functions responsible for the internal audit.
12. Provide a report on performance of the Audit Committee for submission to the Board of Directors at least once in a year.
13. Audit the corporate and social responsibility and anti-corruption policies of the company and provide opinion on the results.
14. Review the company's corporate governance, social responsibility and anti-corruption processes.
15. Audit the company's annual assessment report on corporate governance, social responsibility and anti-corruption and give opinion on the result.
16. Evaluate and review risks facing by or expected to encounter to the company that could impact to the company (Identification of Risk) and identify risk appetite; specify policy on management of external and internal risks of the company covering and in consistency with business strategies and directions. The followings are at least four risk aspects to be covered.
 - 1) Financial risks.
 - 2) Operational risks.
 - 3) Strategic risks.
 - 4) Compliance risks.

17. Specify strategies, structures and resources for risk management of the organization in compliance with risk management policy and the company's business strategies and directions.
18. Evaluate and specify risk management strategies and guidelines in compliance with risk management policy, which are able to assess, monitor and oversee risks at the acceptable levels.
19. Consider specifying budgets and responses to risks facing by or expected to encounter to the company for use as criteria to respond to the situation of each type of risks, for submission to the Board of Directors for approval.
20. Review the suitability and adequacy of policies, strategies and guidelines on the company's risk management to ensure that such policies, strategies and guidelines are in consistency with the company's business strategies and directions, and that risks can be controlled at the acceptable levels.
21. Report to the Board of Directors on risks and risk management.
22. Perform other actions as assigned by the Board of Directors and approved by the Audit Committee.

Scope of Authority and Duties of the Nomination and Remuneration Committee

The Nomination and Remuneration Committee has the following authority, duties and responsibilities.

1. Specify the qualifications and criteria for recruitment of directors (including members of the company's sub-committees), Chief Executive Officer, Managing Director, Chief Finance Officer and select appropriate persons in terms of knowledge, experience and expertise for nomination to the Board of Directors for appointment and/or making a proposal to the shareholders' meeting for further consideration of appointment (as the case may be).
2. Evaluate the independence of each independent director to ensure that his/ her qualifications are met.
3. Consider plan and process for development of the directors and high-ranking executives to in consistency with the company's business and circumstances.
4. Consider plan and criteria for payment of remunerations (whether in cash, securities or others) to the directors and high-ranking executives to ensure appropriateness, fairness and in compliance with the relevant laws.
5. Consider criteria for evaluation of performance of the Chief Executive Officer for submission to the Board of Directors for consideration of approval.
6. Review and propose revisions of the scope of authority, duties and responsibilities of the Nomination and Remuneration Committee to be in consistency with certain circumstances.
7. Take other actions as assigned by the Board of Directors or in accordance with the policies specified by the Board of Directors

Enclosure 7
Profiles of Independent Directors proposed to serve as a Proxy of Shareholders

Name – Surname	:	Ms.Ramiha Pacharavanich
Position	:	Director/Chairman of the Audit Committee/Independent Director
Age	:	53 Years
Address	:	1 Chak Phra Alley 15, Chak Phra Rd., Khlong Chak Phra, Taling Chan, Bangkok 10170
Education	:	Master of Business Administration University of North Carolina – Chapel Hill, USA Bachelor of Accountancy, Thammasat University
Relationship to other Executives	:	None
No. of Share(s) held in the Company on December 28,2023	:	2,547,690 shares or 0.35% of the total number of shares
Having / not having special interest that is different from other directors in every agenda proposed in this Annual General Meeting of shareholders	:	Ms.Ramiha Pacharavanich There is no special interest that is different from other directors in the agenda item. 1,2,3,4,5,6,7 and 8
Name – Surname	:	Mr. Prayuth Jitvacharakomol
Position	:	Director / Audit Committee / Chairman of the Nomination and Remuneration Committee / Independent Director
Age	:	67 Years
Address	:	151/15 Bang Waek Road, Bang Phai, Bang Khae District, Bangkok
Education	:	Master of Business Administration ,National institute of development administration (NIDA) Bachelor of Science, Chulalongkorn University
Relationship to other Executives	:	None
No. of Share(s) held in the Company on December 28,2023	:	None
Having/not having interests in all agendas proposed in this general meeting of shareholders	:	Mr. Prayuth Jitvacharakomol is no special interest that is different from other directors in the agenda item. 1,2,3,4,5,6,7 and 8

Enclosure 8**Articles of Association of Synergetic Auto Performance Public Company Limited****Chapter 6****Meetings of Shareholders**

Article 31. The board of directors shall convene an annual general meeting of shareholders within Four (4) months from the last day of the fiscal year of the Company.

Any other meeting of shareholders apart from the first paragraph to be called an extraordinary meeting The committee will call a meeting An extraordinary general meeting is held whenever it thinks fit.

One or more shareholders holding shares amounting to not less than ten (10) percent of the total number of shares sold. They may enter names together to make a letter requesting the Board of Directors to call an extraordinary general meeting of shareholders at any time but the matter and the reason for the request for the meeting must be clearly stated in the said letter. In such case The board of directors must arrange a shareholders meeting within forty-five (45) days from the date of receipt of the letter from the shareholders.

In the event that the Board of Directors fails to hold a meeting within forty-five (45) days from the date of receipt of such shareholder's letter. Any shareholder who has joined the name or other shareholders in aggregate with the amount of shares applicable may call the meeting by themselves within forty-five (45) days from the expiry date of the forty-five (45) days the board of directors is required to arrange a meeting of shareholders. In such case It shall be regarded as the shareholders meeting that the board of directors has called for The company is responsible for the necessary expenses incurred from organizing the meeting and providing reasonable convenience

In the event that any shareholder meeting which is called by the shareholders under paragraph four The number of shareholders attending the meeting does not form a quorum as specified in Article 33, the shareholders under the fourth paragraph shall be jointly responsible to reimburse the Company for expenses incurred from holding that meeting

Article 32. To call a meeting of shareholders, the board of directors shall prepare a notice calling the meeting with an indication of the venue, date, time and agenda of the meeting and matters to be prepared to the meeting, together with appropriate details and a clear indication as to whether such matters are to be prepared for information, approval or consideration, as the case may be, as well as the opinion of the board of directors on those matters. The notice shall be delivered to the shareholders and the Public Companies Registrar not less than Seven (7) days prior to the date of the meeting, provided that the notice calling the meeting shall also be published in a newspaper not less than Three (3) days prior to the meeting date for the period of not less than Three (3) consecutive days.

The venue of the meeting must be in the vicinity of the province where the principal business office of the Company is located or in a nearby province as the board of directors deems appropriate.

Article 33. At a meeting of shareholders, there should be not less than Twenty-Five (25) shareholders and their proxies (if any) or not less than One-Half (1/2) of the total number of shareholders, with the aggregate number of shares of not less than One-Third (1/3) of the number of shares sold to constitute a quorum. If any meeting of shareholders appears that after One (1) hour from the time scheduled, the number of shareholders present at the meeting is insufficient to form a quorum as prescribed under paragraph one, in case the meeting of shareholder is requested by the shareholders, the meeting shall be dismissed, and, in case the meeting is not called due to the request of the shareholders, the meeting shall be called again by sending a notice of the meeting to the shareholders not less than Seven (7) days prior to the date of the meeting. No quorum is required for such meeting.

Article 34. The Chairman of the board of directors shall preside over a meeting of shareholders. In the case where the Chairman of the board of directors is not present at the meeting or is unable to perform his/her duty, a vice chairman of the board of directors shall preside over the meeting. If there is no vice chairman or there is a vice chairman but he/she is not present at the meeting or unable to perform the duty, the meeting shall elect one of shareholders attending the meeting to preside over the meeting.

Article 35. In casting votes at a meeting of shareholders, One (1) share shall be entitled to One (1) vote and any shareholders, who has conflict of interest in any specific agenda, shall have no right to cast vote on the said agenda, unless casting vote for election of the directors. The resolution of the shareholders' meeting shall consist of the following votes.

- (1) In normal case, the majority of votes of shareholders who attend the meeting and cast votes. In case of equality of votes, the Chairman of the meeting shall have a final casting vote;
- (2) In the following cases, a resolution shall be passed by votes of not less than Three-Fourths (3/4) of the total number of votes of shareholders who attend the meeting and are entitled to vote:
 - (a) The sale or transfer of all or substantial part of the businesses of the Company to any person;
 - (b) The purchase or acceptance of transfer of businesses of other private companies or public companies by the Company;
 - (c) The entering into, amendment or termination of contracts relating to the renting out of all or substantial part of the businesses of the Company, the assignment to any person to manage the business of the Company, or the merger of the business with any person for the purpose of profit and loss sharing;
 - (d) The amendment of Memorandum of Association or Articles of Association of the Company;

- (e) The increase or decrease of the Company's registered capital;
- (f) The dissolution of the Company;
- (g) The issuance of debentures and other securities under the law relating to Securities and Stock Exchange; and
- (h) The amalgamation of the Company with other companies.

Article 36. Transactions to be conducted at the annual general meeting of shareholders are as follows:

- (1) Reviewing the report of the board of directors covering the Company's operating results in the preceding year;
- (2) Considering and approving the balance sheets and profit and loss account;
- (3) Considering the appropriation of profits and the appropriation of dividends;
- (4) Considering the election of new directors in replacement of those who retire by rotation;
- (5) Considering the determination of the directors' remuneration;
- (6) Considering the appointment of the auditor and fixing his/her remuneration; and
- (7) Other businesses.

Section 7 organizing meetings through electronic media

Article 37 The company may set the board of directors meeting to be held or the shareholders' meeting via electronic media. The organization of meetings through electronic media must comply with the rules and procedures prescribed by law and in accordance with the security standards of the electronic media conferences stipulated in the law.

Enclosure 9Request Form 56-1 One Report in hard copy / Submit an inquiry in advance

Dear Company Secretary,

I, Mr./Mrs./Ms./We,.....

Address No.....Moo..... Village..... Soi.....

Road..... Sub-district.....District.....

Province.....Postal code.....

Telephone.....

1. Would like to receive the Form 56-1 One Report as follows:

Mark 1 book

 Thai language English language

2. Would like to inquire about the company or the agenda of the Annual General Meeting of Shareholders for the year 2024 as follows:

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Sign..... Shareholders

When you have completed the above details. Please send it back to the company via email siriporn.s@asapcarrent.com or send a post to Khun Siriporn Sirisap, company secretary and Investor Relations Synergetic Auto Performance Public Company Limited, No.149, Moo 3, Theparak Road, Theparak Subdistrict Mueang Samut Prakan District Samut Prakan Province 10270 **within April 22,2024**

For inquiry If it is a question that is not related to the company or the agenda of this meeting The company reserves the right to answer such questions.

Enclosure 10

Guidelines for attending the shareholders' meeting via electronic media(E-AGM)

Shareholders or proxies who wish to attend the meeting must submit the documents confirming their identity as stated to the company on **April 22,2024**. When the company has examined the information on the list of shareholders according to the information on the registration book closing Shareholders Eligible to Attend the Meeting Completely correct.The electronic meeting organizer will send a link for meeting attendance and access guide to the email you sent to notify the company **by sending the link 1 days before the meeting date.**

Notification of the intention to attend the meeting via electronic media

Shareholders who wish to attend the meeting via electronic media Must notify the intention to attend the meeting in 2 ways as follows:

1. Notify your intention to attend the meeting with the method of sending information via E-Mail or post
2. Notify your intention to attend the meeting with the method of link Web or QR Code

In case shareholders wish to attend the meeting via electronic media (E-AGM) by sending information via E-Mail or Post.

1. Please follow the document notifying your needs via electronic media (E-AGM) (Enclosure 11 :Acceptance for the invitation of online meeting (Page 56) by asking you to specify your email (E-mail) and number to make it clear for registration again.
2. Attach a copy of proof of identity To confirm the right to attend the E-AGM meeting.
 - 2.1 Shareholders who are natural persons
 - In case a shareholder wishes to attend the meeting in person. Through electronic media (E-Meeting)
 - A copy of the identity document issued by the government that has not expired such as an ID card or government identification card or driving license or passport In case of change of name-surname. The shareholders are requested to attach evidence consisting of.
 - In case a shareholder gives proxy to another person to attend the meeting instead Through electronic media. (E-Meeting)
 - Proxy form as attached with the meeting invitation letter Fill in all the correct text and sign the proxies and proxies and have full duty.
 - A copy of the identity document of the grantor such as a copy of an ID card or a copy of a government official card or copy of passport (In case of a foreigner) that has not expired and signed to certify a true copy of the grantor.

- A copy of the identity document of the proxy such as a copy of an ID card or a copy of a government official card or copy of passport (In case of a foreigner) that has not expired and signed to certify the true copy of the proxy.

2.2 Juristic Shareholders

- In case the authorized person (s) on behalf of the juristic person (director) wishes to attend the meeting in person via electronic means (E-Meeting)
 - A copy of the shareholder's corporate registration certificate Issued no more than 1 year before the date of the shareholders' meeting. Which is certified true copy by the juristic person's representative (director) who has the power to sign on behalf of the juristic person.
 - A copy of the identity document of the juristic person representative (director), such as a copy of the ID card or a copy of the government official card. or copy of passport (In case of a foreigner) that has not expired and has signed a certified true copy.
- In the event that a proxy is given to a proxy Attend a meeting instead. Through electronic media (E-Meeting)
 - Proxy form as attached with the meeting invitation letter fill in all the correct text and sign the proxies and proxies and have full duty.
 - A copy of the shareholder's corporate registration certificate Issued no more than 1 year before the date of the shareholders' meeting. Which is certified true copy by the juristic person's representative (director) who has the power to sign on behalf of the juristic person
 - A copy of the identity document of the juristic person representative (director), such as a copy of the ID card or a copy of the government official card or copy of passport (In case of a foreigner) that has not expired and has signed a certified true copy
 - A copy of the identity document of the proxy. The same is true for the natural person mentioned above.

In the event that the documents or evidence mentioned above It is not a Thai or English version of the document. Shareholders are required to present an English translation document.

Which endorses the translation by the shareholder or by the person authorized to sign to bind that juristic person (In the case of a juristic person)


3. Submit documents requesting to attend the meeting via electronic media (item 1) and proof of identity. With supporting documents (item 2), delivered to the company on **April 22,2024**

- E-Mail : siriporn.s@asapcarrent.com

- Post Chanel : Khun Siriporn Sirisap, company secretary and Investor
Relations Synergetic Auto Performance Public Company Limited, No.149,
Moo 3, Theparak Road, Thepharak Subdistrict Mueang Samut Prakan District,
Samut Prakan Province 10270

In case shareholders wish to attend the meeting via electronic media (E-AGM) via the website or QR Code)

1. Notify your intention to attend the meeting via Web Browser : Chrome by entering :

Scan QR Code	Web Link
	http://asap.thekoble.com/agm/emeeting/index/1

2. Fill in the information of shareholders:
 1. Securities holder account number;
 2. Name (do not include a title)
 3. Last Name
 4. ID card number;
 5. Choose to accept the terms and consent to access to personal information;
 6. Press "Confirm"
3. Check the name of the shareholder and the number of shares. If correct, please fill in shareholder information.
 1. Name - Surname (English);
 2. Email to receive a link to attend the meeting;
 3. Mobile phone number;

Self-Attending: Shareholder's mobile number.

Proxy: **Proxy's mobile number.** (Used to log in system).
4. Select the attendance type:
 - i. Attend the meeting in person via E-AGM;
 - ii. Authorize the natural persons to attend the meeting via E-AGM;
 - iii. Assign a proxy to an independent director;
5. Press "Next"

In the case of shareholders attending the meeting in person:

Prepared shareholders' identification documents

1. Attach a copy of the shareholder's identity document;
2. Attach a copy of other identity documents;
3. Press "Next";
4. The system will display a message "Information received successfully," check the name, surname, and number of shares again;
5. Close window to finish;

In the case of appointing the natural person to attend the meeting via E-AGM:

Prepared shareholders' identification documents

1. Attach a copy of the shareholder's identity document;
2. Attach a copy of other identity documents;
3. Press "Next";
4. Save the proxy's information and attach supporting documents:
 - a. Name-surname of the proxy (Thai language);
 - b. Name-surname of the proxy (English);
 - c. Attach a copy of the proxy's identity document;
 - d. Attach the proxy form with complete information and signature;
5. Press "Next";
6. The system will display a message "Information received successfully," check the name, surname, and number of shares again;
7. Close window to finish;

In the case of appointing a proxy to an independent director:



1. Attach a copy of the shareholder's identity document (Like in the case of shareholders attending the meeting in person);
2. Attach the completed and signed proxy form;
3. Press "Next";
4. The system will display a message "Information received successfully," check the name, surname, and number of shares again;
5. Close window to

Remark: The system for receiving the request to attend the meeting will be open for operation within the 1-22 April,2024 date or until the meeting is completed. (The system does not accept information on Saturdays, Sundays, and public holidays.)

Electronic Meeting Attendance (E-AGM):

1. Once the shareholders or proxies wish to attend the meeting and have been fully verified, you will receive an Email from the meeting organizer, a link for attending the meeting, and **a system’s user manual 1 days before the meeting date**. Please study the manual on how to use the E-AGM meeting system in detail. If you haven't received the Email within the April 26,2027 date, please get in touch with the Company immediately.
2. Please prepare the following information for logging in the meeting
Self-Attending: Shareholder Account Number (10 digits Number) and ID Card.
Proxy: Proxy ID Card and Proxy’s Mobile Number.
3. Meeting attendance and voting via electronic media can be used with computers/notebooks/tablets and mobile phones via Web Browser: Chrome with 4G internet speed or home internet basic.

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

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

4. The system will open for meetings 60 minutes before the start of the meeting. However, the live broadcast will only start at the time of the meeting.
5. To log in, attendees must use the information of the shareholder registration number and the shareholder's ID card number.
6. Voting through the E-Voting system, you will be able to vote for each agenda only by voting for agreeing, disagreeing, or abstaining. In case of not voting in any agenda, the system will be deemed to vote as agree immediately (using the vote-counting method by pouring votes towards agreeing).

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

***** This E-AGM meeting is an electronic meeting only and the meeting venue will not be arranged in the original format. Ask for cooperation with shareholders not to travel to the company.*****

In the event that a shareholder wishes to appoint an independent director.

For shareholders who are unable to attend the E-AGM meeting by themselves or who cannot authorize other proxies to attend the E-AGM meeting, if the shareholders intend to appoint an independent director Please send the proxy form (Enclosure 13 pages 59-63) specifying the proxy to be any independent director as specified by the company together with supporting documents to the company by **April 25, 2024 (Shareholders should study the details of the meeting agenda before making a decision to authorize a proxy)** and delivery of documents through the following channels:

- E-Mail : siriporn.s@asapcarrent.com
- Post channel : Khun Siriporn Sirisap, company secretary and Investor Relations
Synergetic Auto Performance Public Company Limited,
No.149, Moo 3, Theparak Road, Thepharak Subdistrict
Mueang Samut Prakan District , Samut Prakan Province 10270

Note: In the event that a shareholder specifies the voting for each agenda item. The independent directors will vote according to the proxy form. Which in voting in each agenda Shareholders have the right to vote, agree, disagree or abstain. Only one or the other. Not able to split a partial vote. (Unless it's a Custodian vote)

In the case of a shareholder who is a foreign investor and has appointed a custodian in Thailand to be a share depository and keeper.

Please submit the following information

1. Proxy Form C (attached on the Company's website) Complete correct and complete information.
Signature of proxy grantor and proxy with a 20 baht duty stamp attached.
2. Custodian Certificate of Incorporation (Custodian) and duly signed by the Custodian Juristic Person or Authorized Attorney with the corporate seal(if any).
3. A power of attorney from the shareholder to the custodian to act to sign the proxy form on its behalf.
4. A letter confirming that the person who signs the proxy form is permitted to operate the custodian business.

5. Copy of ID card or a copy of government official identification card or copy of passport (In the case of a foreigner) of the proxy holder with a certified true copy.
6. Send information through the following channels
 - E-Mail : siriporn.s@asapcarrent.com
 - Post channel : Khun Siriporn Sirisap, company secretary and Investor Relations

Synergetic Auto Performance Public Company Limited,
No.149, Moo 3, Theparak Road, Theparak Subdistrict
Mueang Samut Prakan District, Samut Prakan Province 10270

Submitting suggestions or questions related to your business, industry, and company performance, or related to any agenda which will be considered at the E-AGM meeting

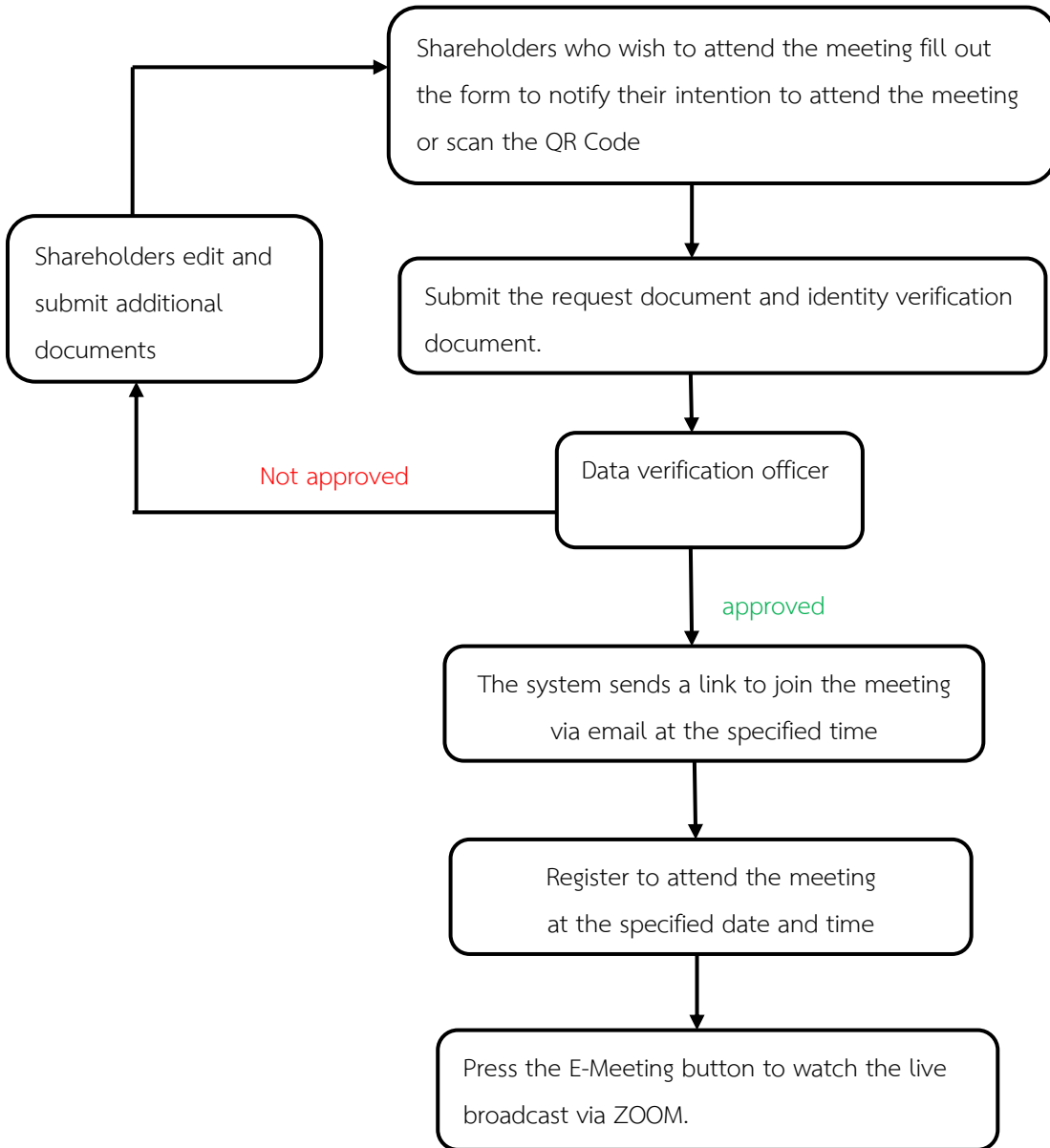
In the event that shareholders wish to send suggestions or questions, they can do so in two ways as follows

1. Send suggestions or questions to the company in advance of the meeting date. Through the following channels
 - E-Mail : siriporn.s@asapcarrent.com
 - Postal channel: Ms. Siriporn Sirisap, Company Secretary and Investor Relations
Synergetic Auto Performance Public Company Limited, No. 149 Moo 3, Theparak Road, Theparak Subdistrict ,Mueang Samut Prakan ,District Samut Prakan Province 10270
2. Submitting questions during the meeting For those who attend the E-AGM meeting, the attendee must specify first and last name and informed that he was a shareholder who attended the meeting by himself or be a proxy before every suggestion or question is submitted. The company opened the following channels for sending advice and questions during the meeting.
 - Chat channel, text messaging system(Chat)
 - Voice chat channel In which the meeting attendees will press the button to raise their hand and turn on the microphone on their own device. After the system operator sends you an invitation to chat and please turn off the microphone after every conversation is over. (More details can be found in the Attendance Guide that was sent to the attendees'e-mail.

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

1. Sending identity documents to attend the shareholders' meeting via electronic media (E-Meeting), contact Khun Siriporn Sirisap, Company Secretary and Investor Relations
Phone number 089 667 6599 ,064 936 2212
2. Regarding the procedure for attending the meeting and voting via electronic media (E-Meeting), in case that the identity is correct and complete, contact OJ International Company Limited at the telephone number specified in the E-Mail at send the user manual for the system to you.

Showing steps through electronic media



Enclosure 12

Privacy Notice

Annual General Meeting of Shareholders for 2024 (“AGM”)

Since Synergetic Auto Performance Public Company Limited (the Company), as the data controller under the Personal Data Protection Act, B.E. 2562, has announced its Personal Data Protection Policy with the description of its personal data processing for the shareholders. For this AGM, the Company would like to inform its shareholders and their proxies on the Personal Data Protection Policy in brief.

1. **Personal Data:** The Company needs to collect the following personal information for the purpose of arranging attendance at the AGM: General Personal Data: Name, Age, Address, Telephone number, Identity card number, Bank account details, E-mail address, Fax number, Shareholder’s registration number, motion pictures, sound, or both sound and motion pictures from video recordings. or from information technology systems or from broadcasting through electronic media or by any other means provided by the Company. including electronic traffic information.
2. **Objectives, Legal Basis, and Data Processing:** The Company will process all personal data in accordance with the objectives and legal basis as follows:
 - 2.1 Legal basis

The Company will collect and use your data specified in items 1 above for the purpose of calling, arranging and conducting the AGM, including identity verification, sending any related documents, and carrying out any action pursuant to the AGM resolutions and/or to comply with the related laws or orders issued by the relevant authorities under the Public Limited Companies Act, B.E. 2535 (1992) and Notification of the Ministry of Digital Economy and Society, re: Standards for Maintaining Security of Meetings via Electronic Means, B.E. 2563 (2020).
 - 2.2 Legitimate interest

The Company will collect and use your data specified in item 1.1 above for the purpose of preparing the AGM minutes, and keep evidence of your meeting attendance and any other activity involving the Company’s legitimate interests and other persons to the extent that it is within your reasonable expectation.
3. **Sources of Personal Data:** The Company will collect your personal data directly from you and from Thailand Securities Depository Co., Ltd., which is the Company’s registrar,
4. **Personal Data Storage:** The Company expects to keep your personal data for a period of 10 years from the date of the AGM after these periods elapse, the Company will either destroy or anonymize your data.

5. Disclosure of Personal Data Transfer: The Company may disclose or transfer your personal information to related persons or entities such as service providers, contractors of the company involved in meeting arrangements or information technology or store data or maintain the website as well as auditors, legal advisor, government agency or officials with legal authority. The company will disclose or transfer your personal information to service providers or contractors only to the extent necessary to provide the service and will do so that the service provider or contractors do not use your information for other purposes.

6. Rights of Data Owners: As a data owner, you have the right to receive a copy of your personal data, the right to correct any mistakes in your data, the right to have your data erased and the right to withhold consent for your data to be used for any other purpose than the abovementioned AGM. If you would like to exercise any of these rights, please contact the Company at email: Siriporn.s@asapcarrent.com or Post channel : Khun Siriporn Sirisap, Company Secretary and Investor Relations

Synergetic Auto Performance Public Company Limited,
No.149, Moo 3, Theparak Road, Thepharak Subdistrict
Mueang Samut Prakan District, Samut Prakan Province 10270

The Company will consider your request and contact you as soon as reasonably possible. If the Company fails to comply with the laws related to personal data protection, you can file a complaint at the Office of the Personal Data Protection Commission.

หนังสือมอบฉันทะ แบบ ข.
Proxy Form (Form B)

อากรแสตมป์
20 บาท
Stamp Duty
20 Baht

เขียนที่.....

Written at

วันที่.....เดือน.....พ.ศ.....

Date Month Year

(1) ข้าพเจ้า.....อายุ.....ปี สัญชาติ.....
I/We Age Nationality

อยู่บ้านเลขที่.....ถนน.....ตำบล/แขวง.....
Residing at No. Road Sub-District

อำเภอ/เขต.....จังหวัด.....รหัสไปรษณีย์.....
District Province Postal Code

(2) เป็นผู้ถือหุ้นของ บริษัท ซินเนอร์เจติก ออโต้ เพอร์ฟอร์แมนซ์ จำกัด (มหาชน)

Being a shareholder of Synergetic Auto Performance Public Company Limited (the "Company"),

โดยถือหุ้นจำนวนทั้งสิ้นรวม.....หุ้นและออกเสียงลงคะแนนได้เท่ากับ.....เสียง ดังนี้
Holding the total number of share (s) and having the voting rights equivalent to vote as follows:

หุ้นสามัญ.....หุ้นออกเสียงลงคะแนนได้เท่ากับ.....เสียง
Ordinary share share (s), having the voting rights equivalent to vote.

หุ้นบุริมสิทธิ.....หุ้นออกเสียงลงคะแนนได้เท่ากับ.....เสียง
Preference share share (s), having the voting rights equivalent to vote.

(3) ขอมอบฉันทะให้

Hereby authorize

(1).....อายุ.....ปี
Age Years

อยู่บ้านเลขที่.....ถนน.....ตำบล/แขวง.....อำเภอ/เขต.....
Residing at No. Road Sub-District District

จังหวัด.....รหัสไปรษณีย์..... **หรือ**
Province Postal Code **or**

กรรมการอิสระของบริษัท
Independent Director

(1) นางสาวรมิดา พัชรวานิช อายุ 53 ปี อยู่บ้านเลขที่ 1 ซอยชั๊กพระ 15 ถนนชั๊กพระ แขวงคลองชั๊กพระ เขตตลิ่งชัน กรุงเทพมหานคร 10170 และไม่มีส่วนได้เสียในทุกวาระที่เสนอในการประชุม AGM ครั้งนี้
Ms.Ramihā Pacharavanich, Age 53, Residing at No 1 Soi Chak Phra 15, Chak Phra Road, Khlong Chak Phra Subdistrict Taling Chan District, Bangkok 10170, and has no interest in all agendas proposed in this AGM meeting.

หรือ /or

- (2) นายประยุทธ์ จิตรวัชรโกมล อายุ 67 ปี อยู่บ้านเลขที่ 151/15 ถนนบางแวก แขวงบางไผ่ เขตบางแค กรุงเทพมหานคร 10160 และไม่มีส่วนได้เสียในทุกวาระที่เสนอในการประชุม AGM ครั้งนี้

Mr. Prayuth Jitvacharakomol, Age 67, Residing at No 151/15 Bang Waek Road, Bang Phai Subdistrict, Bang Khae District, Bangkok 10160 and has no interest in all agendas proposed in this AGM meeting.

คนใดคนหนึ่งเพียงคนเดียวเป็นผู้แทนของข้าพเจ้า เพื่อเข้าประชุมและออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมสามัญผู้ถือหุ้น ประจำปี 2567 ในวันจันทร์ที่ 29 เมษายน 2567 เวลา 14.00 น. เป็นการประชุมผ่านสื่ออิเล็กทรอนิกส์ (E-AGM) หรือจะพึงเลื่อนไปในวัน เวลา และสถานที่อื่นด้วย

Anyone of the above as my/our proxy holder to attend and vote on my behalf at the Company's Annual General Meeting of Shareholders Year 2024, which will be held on Monday, April 29, 2024 at 14.00 hours., via electronic device or any date and at any postponement thereof.

- (4) ข้าพเจ้าขอมอบฉันทะให้ผู้รับมอบฉันทะออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมครั้งนี้ ดังนี้

I/We authorize my/our Proxy to cast the votes according to my/our intention as follows:

วาระที่ 1 พิจารณารับรองรายงานการประชุมสามัญผู้ถือหุ้น ประจำปี 2566

Agenda 1: Approval the Minutes of the Annual General Meeting of Shareholders for year 2023.

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

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

- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

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

- | | | |
|-----------------------------------|--------------------------------------|-------------------------------------|
| <input type="checkbox"/> เห็นด้วย | <input type="checkbox"/> ไม่เห็นด้วย | <input type="checkbox"/> งดออกเสียง |
| Approve | Disapprove | Abstain |

วาระที่ 2 พิจารณารับทราบรายงานของคณะกรรมการเกี่ยวกับผลการดำเนินงานปี 2566

Agenda 2: Acknowledgement of the Report of the Board of Directors on the Operating Results of Year 2023.

วาระที่ 3 พิจารณานุมัติงบแสดงฐานะการเงินและกำไรขาดทุน สำหรับปีสิ้นสุดวันที่ 31 ธันวาคม 2566

Agenda 3: To consider Approval of Balance Sheet and Profits and Loss Statement for the year-ended 31 December 2023

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

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

- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

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

- | | | |
|-----------------------------------|--------------------------------------|-------------------------------------|
| <input type="checkbox"/> เห็นด้วย | <input type="checkbox"/> ไม่เห็นด้วย | <input type="checkbox"/> งดออกเสียง |
| Approve | Disapprove | Abstain |

วาระที่ 4 พิจารณานุมัติจัดการจัดสรรกำไรสุทธิเป็นทุนสำรองตามกฎหมายและอนุมัติจ่ายเงินปันผลสำหรับผลการดำเนินงานประจำปี 2566

Agenda 4: To consider omitting the allocation of the net profit as legal reserve and approve omitting the dividend payment from the operating result of the year 2023.

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

วาระที่ 5 พิจารณาเลือกตั้งกรรมการแทนกรรมการซึ่งครบกำหนดออกตามวาระ

Agenda 5: To consider Approval of Election of Directors in replacement of those retiring by rotation

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) To grant my/our proxy to vote at my/our desire as follows:
- การแต่งตั้งกรรมการทั้งชุด
Vote for all the nominated candidates as a whole
- | | | |
|-----------------------------------|--------------------------------------|-------------------------------------|
| <input type="checkbox"/> เห็นด้วย | <input type="checkbox"/> ไม่เห็นด้วย | <input type="checkbox"/> งดออกเสียง |
| Approve | Disapprove | Abstain |
- การแต่งตั้งกรรมการเป็นรายบุคคล
Vote for an individual nominee
1. นางสาวสัจจาภรณ์ ขนิษฐบุตร
Ms. Sajjaphorn Kanittabut
- | | | |
|-----------------------------------|--------------------------------------|-------------------------------------|
| <input type="checkbox"/> เห็นด้วย | <input type="checkbox"/> ไม่เห็นด้วย | <input type="checkbox"/> งดออกเสียง |
| Approve | Disapprove | Abstain |
2. นางปริญดา วงศ์วิวัฒน์
Mrs. Parinda Vongvitavat
- | | | |
|-----------------------------------|--------------------------------------|-------------------------------------|
| <input type="checkbox"/> เห็นด้วย | <input type="checkbox"/> ไม่เห็นด้วย | <input type="checkbox"/> งดออกเสียง |
| Approve | Disapprove | Abstain |

วาระที่ 6 พิจารณากำหนดค่าตอบแทนกรรมการและกรรมการชุดย่อย ประจำปี 2567

Agenda 6: To consider Approval of Directors' Remuneration and Sub-committee's Remuneration for Year 2024

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

(ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

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

เห็นด้วย ไม่เห็นด้วย งดออกเสียง
Approve Disapprove Abstain

วาระที่ 7 พิจารณาแต่งตั้งผู้สอบบัญชี และกำหนดจำนวนเงินค่าสอบบัญชี

Agenda 7: To consider Approval of Appointment of External Auditors and Determination of Audit Fees

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

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

(ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

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

เห็นด้วย ไม่เห็นด้วย งดออกเสียง
Approve Disapprove Abstain

วาระที่ 8 พิจารณาเรื่องอื่นๆ (ถ้ามี)

Agenda 8: Any other businesses (if any)

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

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

(ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

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

เห็นด้วย ไม่เห็นด้วย งดออกเสียง
Approve Disapprove Abstain

(5) การลงคะแนนเสียงของผู้รับมอบฉันทะในวาระใดที่ไม่เป็นไปตามที่ระบุไว้ในหนังสือมอบฉันทะนี้ให้ถือว่าการลงคะแนนเสียงนั้นไม่ถูกต้องและไม่ใช่เป็นการลงคะแนนเสียงของข้าพเจ้าในฐานะผู้ถือหุ้น Voting of the proxy holder in any agenda that is not specified in this proxy shall be considered as invalid and not my/our voting as a shareholder.

(6) ในกรณีที่ข้าพเจ้าไม่ได้รับความประสงค์ในการออกเสียงลงคะแนนในระเบียบวาระใดไว้ หรือระบุไว้ไม่ชัดเจน หรือในกรณีที่ประชุมมีการพิจารณาหรือลงมติในเรื่องใดนอกเหนือจากเรื่องที่ระบุไว้ข้างต้น รวมถึง กรณีที่มีการแก้ไขเปลี่ยนแปลงหรือเพิ่มเติมข้อเท็จจริงประการใด ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร In case I/We have not declared a voting intention in any agenda or my/our determination is not clear or in case the meeting considers or passes resolutions in any matters apart from those specified above, including the case that there is any amendment, modification or addition of any fact, the proxy holder shall have the right to consider and vote as to his/her consideration.

กิจการใดที่ผู้รับมอบฉันทะกระทำไปในการประชุม เว้นแต่ กรณีที่ผู้รับมอบฉันทะไม่ออกเสียงตามที่ข้าพเจ้าระบุไว้ในหนังสือมอบฉันทะนี้ให้ถือเสมือนว่าข้าพเจ้าได้กระทำด้วยตนเองทุกประการ Any business carried on by the proxy holder in the said meeting except the proxy holder does not vote as I/we specify in the proxy form, shall be deemed as having been carried out by myself/ourselves in all respects.

ลงชื่อ /Signed.....ผู้มอบฉันทะ/Grantor
()

ลงชื่อ /Signed.....ผู้รับมอบฉันทะ/Proxy
()

หมายเหตุ / Remarks:

1. ผู้ถือหุ้นที่มอบฉันทะจะต้องมอบฉันทะให้ผู้รับมอบฉันทะเพียงรายเดียว เป็นผู้เข้าร่วมประชุมและออกเสียงลงคะแนนไม่สามารถแบ่งแยกจำนวนหุ้นให้ผู้รับมอบฉันทะหลายคนเพื่อแยกการลงคะแนนเสียงได้
The shareholder shall appoint only one proxy holder to attend and vote at the meeting. The shareholder may not split his/hers/ their share(s) to more than one proxy holder to attend and vote at the meeting.
2. วาระเลือกตั้งกรรมการสามารถเลือกตั้งกรรมการทั้งชุดหรือเลือกตั้งกรรมการเป็นรายบุคคลได้
For the Agenda to elect the directors, the proxy holder is able to vote all or any individual director.

ใบประจำต่อแบบหนังสือมอบฉันทะ ข. / Annex Proxy Form B.

การมอบฉันทะในฐานะเป็นผู้ถือหุ้นของ บริษัท ซิเนอร์เจติก ออโต้ เพอร์ฟอร์แมนซ์ จำกัด (มหาชน)

ในการประชุมสามัญผู้ถือหุ้น ประจำปี 2567 ในวันจันทร์ที่ 29 เมษายน 2567 เวลา 14.00 น.

โดยจะเป็นการประชุมผ่านสื่ออิเล็กทรอนิกส์ (E-AGM) หรือจะพึงเลื่อนไปในวัน เวลา และสถานที่อื่นด้วย

The proxy is granted by a shareholder of Synergetic Auto Performance Public Company Limited for the Annual General Meeting of Shareholders Year 2024 on Monday, April 29, 2024 at 14.00 hours, via electronic device , or any date and at any postponement thereof.

วาระที่..... เรื่อง

Agenda Subject

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

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

(ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

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

เห็นด้วย ไม่เห็นด้วย งดออกเสียง

Approve Disapprove Abstain

วาระที่..... เรื่อง

Agenda Subject

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

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

(ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

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

เห็นด้วย ไม่เห็นด้วย งดออกเสียง

Approve Disapprove Abstain

วาระที่..... เรื่อง

Agenda Subject

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

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

(ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

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

เห็นด้วย ไม่เห็นด้วย งดออกเสียง

Approve Disapprove Abstain

ข้าพเจ้าขอรับรองว่า รายการในใบประจำต่อแบบหนังสือมอบฉันทะนี้ ถูกต้องบริบูรณ์และเป็นความจริงทุกประการ
I/We hereby certify that the statement in this Annex Proxy Form B. is correct, complete and true in all respects.

ลงชื่อ/Signed.....ผู้มอบฉันทะ/Grantor

()

ลงชื่อ/Signed.....ผู้รับมอบฉันทะ/Proxy

()