

March 25, 2022

Subject: Invitation Letter for the Annual General Meeting of Shareholders 2022

Attn: Shareholders of Teera-Mongkol Industry Public Company Limited

Enclosure

- 1) Evidence showing the right to attend the shareholders' meeting (on the notification meeting form, not included on the invitation letter)
- 2) Copy of Report of Annual General Meeting of Shareholders 2021 on April 23, 2021
(For consideration in the agenda 1 to approve the minutes of Annual General Meeting of Shareholders for the year 2021 that was held on April 23, 2021.)
- 3) Annual report ended on December 31, 2021 (QR Code)
- 4) Profiles of Directors proposed as Directors for the company
(For consideration and approval in the agenda 6 to appoint the directors whose terms are expired)
- 5) Determination for the Directors' remuneration
(For consideration and approval in the agenda 7 to approve the remunerations of the company's directors for the year 2022)
- 6) Resume of the Independent Directors for shareholders' consideration in appointing them as proxy and the definition of Independent Directors
- 7) The regulations of the company regarding the shareholder's meeting
- 8) Proxy forms
- 9) Conditions, criteria, and procedures to attend the meeting
- 10) Map of meeting venue

Teera - Mongkol Industry Public Company Limited has a resolution for the Board of Directors' meeting No. 2/2022, which was held on Monday, February 21, 2022 to grant for the Annual General Meeting of Shareholders 2022 on **Friday, April 22, 2022, at 10.00 Hrs., Park Village Rama 2: 1/1 Rama II Soi 56, Samaedam, Bangkhunthian, Bangkok** in order to consider various matters according to the agenda as follows:

Agenda 1: To consider and approve of the minutes of the Annual General Meeting of shareholders for the year 2021 that was held on April 23, 2021

Facts and reasons: the Annual General Meeting of Shareholders No.1/2021 was held on April 23, 2021 with the copies of Minutes attached herewith. (As details in attachment no. 2)

Board of Directors' opinions: The Board of Directors considered and concluded that such Minutes of the Annual General Meeting of Shareholders No.1/2021 held on April 23, 2021 had been recorded correctly according to the fact, it was reasonable to approve such minutes by the Shareholders' Meeting.

Voting Condition: This agenda must be approved by the shareholders' majority votes attending the meeting.

Agenda 2: To consider and acknowledge the company's results of operation for the year 2021

Facts and reasons: The report of results of operation of the company for the accounting period from January 1, 2021 to December 31, 2021, which has been delivered to the shareholders with the meeting invitation. (As details in attachment no. 3)

Board of Directors' opinions: The Board of Directors considered with the opinions that the shareholders' meeting should acknowledge the results of operation of the company for the accounting period from January 1, 2021 to December 31, 2021, the details appearing in the company's 2021 annual report.

Voting Condition: This agenda is for consideration, therefore there is no voting.

Agenda 3: To consider and approve the financial statement for the year ending December 31, 2021

Facts and reasons: The balance sheet, profit & loss sheet and the auditor's report of the company for the accounting period ended December 31, 2021, appearing in the company's 2021 annual report, was approved by the Board of Directors, Audit Committees, and Auditors. (As details in attachment no. 3)

Board of Directors' opinions: The Board of Directors considered with the opinions that the shareholders' meeting should approve to the balance sheet and the profit & loss sheet with the auditor's report of the company for the accounting period ended on December 31, 2021 as appearing in the 2021 annual report.

Voting Condition: This agenda must be approved by the shareholders' majority votes attending the meeting.

Agenda 4: To consider and approve the omission of net profit of 2021 as a legal reserve

Facts and reasons: According to the Act of Public Company, section 116 and the regulation of the company article 46 determined that "the company must allocate a part of annual net profit as a legal reserve not less than five percent (5) of annual net profit deducting with total accumulated loss brought forward (if any) until such legal reserve shall be not less than ten percent (10) of registered capital". According to the Board of Director's resolution to approve the omission of net profit of 2021 as a legal to propose for approval from the shareholders' meeting.

Board of Directors' opinions: the Board of Directors considered with the opinions that the shareholders' meeting should approve the omission of net profit of 2021 as a legal reserve due to the company operational deficit in 2021.

Voting Condition: This agenda must be approved by the shareholders' majority votes attending the meeting.

Agenda 5: To consider and approve the omission of the dividend payment for the operating result year ended on December 31, 2021

Facts and reasons: According to the Act of Public Company, section 115 and the regulation of the company article 45, the company has imposed a policy to pay the dividend for each year not less than 40% of net profit balance after deducting various reserved fund for all types as determined in the regulations of the company and by the law. If there are no other necessary reasons and such dividend payment has no effects to the normal business operation of the company significantly, and by the Board of Director's resolution to approve to pay the dividend correctly to propose for approval from the shareholders' meeting; except such dividend payment during the term that the Board of Directors has authorize to approve to pay prior to the report for the shareholders' to acknowledge in the next meeting.

Board of Directors' opinions: the Board of Directors considered with the opinions that the shareholders' meeting should approve the omission of dividend payment of the year 201 due to the company operational deficit in 2021.

Voting Condition: This agenda must be approved by the shareholders' majority votes attending the meeting.

Agenda 6: To consider and approve the re-election of directors in replacement of the directors whose terms will expire by rotation

Facts and reasons: According to the regulations of the company Article 19, determined that "in the Annual General Meeting of Shareholders every time, the directors shall be vacated from the positions one third (1/3) of the directors at that time, if the amount of directors cannot divide to vacate for three parts, then the retirement shall be made at the nearest amount with one third (1/3). The directors who retire from office may be re-selected to hold the position again. The directors who shall be retired from the position for the first year and the second year after the company registration must draw the lots, while for next year; the directors who hold the position the longest have to be retired from the position".

This year, the 3 directors who shall be retired by the term are comprised of:

1. Mr.Theerasak Prasitratanaporn Director
2. Mr.Teeraphong Prasitrattanaporn Director
3. Mr.Apichart Charnkiatkong Audit Committee / Independent Director

Anyhow, the committee considered with the opinion that Mr. Theerasak Prasitratanaporn, Mr.Teeraphong Prasitrattanaporn and Mr.Apichart Charnkiatkong, the directors who retired from office by the term are learned persons with abilities, so they were approved to propose their names to the shareholders' meeting to consider and to reappoint as another term (In agenda 4 of the meeting, the chairman would inform the retired directors by the term to be absent from the meeting for a while, so that the meeting would exercise the right to consider and appoint directors to perform duties for next agendum.)

Board of Directors' opinions: The Board of Directors approved by such proposal and viewed as proper to the shareholders' meeting to approve and appoint the directors to the committee with their brief profiles. (As details in attachment no. 4)

Voting Condition: This agenda must be approved by the shareholders' majority votes attending the meeting.

Agenda 7: To consider and approve the remunerations of the company's directors for the year 2022

Facts and reasons: The Board of Directors proposed to determine the directors' remuneration. (The details of information for consideration appearing in the details of attachment no. 5)

Board of Directors' opinions: The Board of Directors considered with the opinions that the shareholders' meeting should approve the directors' remuneration of the company as proposed.

Voting Condition: This agenda must be approved by the votes no less than three fourth (3/4) of the shareholders' total votes attending

Agenda 8: To consider and approve the appointment of the auditor and audit fee of 2022

Facts and reasons: The Board of Directors considered and approved to appoint the auditors from AST Master Co., Ltd., to be an auditor of our company for another one year (12 years in total) since the auditor has performed well during the past years as well as being the auditor certified by the office of Securities and Stock Exchange Commission. Such auditor has no relationship or interest with the company / major shareholders / executives

/ subsidiaries companies or related persons at all. The following auditors from AST Master Co., Ltd., to be an auditor of the company, namely:

| List of Auditors | CPA License No. | |
|------------------------------|-----------------|----|
| Miss Nongram Laoha-areedilok | 4334 | or |
| Mr. Pradit Rodloytook | 218 | or |
| Miss Chamaporn Rodloytook | 9211 | or |
| Mrs. Porntip Lertthanongsak | 7633 | |

The audit fee for the year 2022 and quarterly financial statement review fee were set to be not greater than Baht 1,440,000 which has been increased Baht 120,000. The details are as following:

| Teera-Mongkol Industry Public Company Limited and its subsidiaries | Total |
|--|---------------------|
| Teera-Mongkol Industry Public Company Limited | 740,000.00 |
| Teera-Mongkol Green Energy Company Limited | 50,000.00 |
| Teera Mongkol Energy Company Limited | 50,000.00 |
| Green Saving Energy Thailand Company Limited | 200,000.00 |
| Green Earth Energy Company Limited | 350,000.00 |
| Global Utility Supply Company Limited | 50,000.00 |
| Total | 1,440,000.00 |

The audit fees for the year 2022 is 740,000 baht, including audit fee 600,000 Baht, financial statement review Baht 140,000 (Totally 740,000 Baht, the audit fee of parent company is less amount than previous year Baht 30,000).

Board of Directors' opinions: The Board of Directors considered with the opinions that the shareholders' meeting should appoint the auditors mentioned above from AST Master Co., Ltd., to be an auditor of the company to audit and to certify the financial statement for the year ended on December 31, 2022 with the total remuneration of amount Baht 1,440,000 (One million four hundred and forty thousand baht only).

Voting Condition: This agenda must be approved by the shareholders' majority votes attending the meeting.

Agenda 9: To consider other matters (if any)

The company has determined the shareholders' name list with the right to attend the Annual General Meeting of Shareholders 2022 on March 11, 2022 (Record Date).

All shareholders please be invited to attend the meeting on the day, time and location altogether and in order for the registration to attend the meeting conveniently, rapidly, the company will provide the registration for the attendants from 09.00 hrs. In addition, for the convenience for all shareholders' and their proxy holders to register much faster, it is requested to all shareholders and/or their proxy holders to take the proxy form (As details in attachment no. 8) and the evidence of right to attend the meeting to present for the registration on the meeting day (As details in attachment no. 1).

Anyhow, if any shareholder is unable to attend the meeting by himself, such shareholder could empower to other person or the independent directors acting as the proxy holder to attend the meeting instead by filling and signing

in the proxy form with the evidence of right to attend the shareholder's meeting. Such related documents should be delivered to the staff of the company before the meeting.

Sincerely yours,



(Dr. Thanu Kulachol)

Chairman of the Board of Directors assigned by the Board of Directors

Note:

Due to the epidemic situation of COVID-19, the Stock Exchange of Thailand (SET) has announced guidelines for listed companies to be able to conduct the Annual General Meeting of Shareholders (AGM) as stipulated in the law. The company have considered and implemented the guidelines in accordance with the announcement as follows:

1. In the AGM in which a large group of people gatherings is the risk of spreading COVID-19. Therefore, in order to prevent the spreading, the company recommends shareholders to consider the proxy appointment by appointing the independent directors as the proxies to attend the AGM meeting.

2. The company will facilitate shareholders who may not attend the meeting by providing various channels for the shareholders' inquiries related to the meeting agendas in advance and the answers to those inquiries will be appropriately recorded in the minutes of the AGM. (Please see page 50 to submit inquiries related to the meeting agendas)

3. For health benefit of shareholders and those involved in the AGM, the company has complied with the recommendations of the Department of Disease Control, Ministry of Public Health on prevention and control of COVID- 19 for the meeting as follows:

- 3.1 Preparing hand sanitizer or alcohol gel for shareholders and those who involved in the AGM meeting
- 3.2 Providing masks for shareholders and those who involved in the AGM meeting