



PAN ASIA FOOTWEAR PUBLIC COMPANY LIMITED

Notice of the General Meeting of Shareholders

No. 47

Tuesday, April 29, 2025 at 15 hrs.

At Mahanatee Auditorium, KingBridge Tower

No. 989 Rama 3 Road, Bangpongpan, Yannawa, Bangkok 10120

Registration starts at 13 hrs.

**Please bring the Registration Form with *Barcode* to the meeting
for convenience in registration**



AF 013/2025

April 4th, 2025

Notice of the 47th Annual General Meeting of Shareholders

Messer : Shareholders of Pan Asia Footwear Public Company Limited.

Enclosures :

- 1) Copy of Minutes of the Annual General Meeting of Shareholders No. 46 on April 23, 2024
- 2) Annual Report 2024 (Form 56-1 One Report) as QR Code comprised of Report of the Board of Directors, Financial Statements for the year ended 31 December 2024
- 3) Profiles of the nominees for the position of directors.
- 4) The definition of “Independent Director”
- 5) Profiles of the independent directors proposed by the company to act as proxy for shareholders.
- 6) The Copy of the company's of Association relating to the Annual General Meeting of Shareholders
- 7) Documents and evidence of the attended person that must be presented before attending the meeting, and regulation for the meeting.
- 8) The process of Registration for the Annual General Meeting of Shareholders.
- 9) Map of the venue for the Annual General Meeting of Shareholders.
- 10) Requirement Form of the Annual Report (Form 56-1 One Report) in printed edition.
- 11) Proxy Form B.
- 12) Notification of Meeting with printed barcode (Please, bring on the meeting day).
- 13) QR Code downloading procedures for the Annual Report 2024

Whereas the Board of Directors, Pan Asia Footwear Public Company Limited (PAF), has considered to hold the 47th Annual General Meeting of Shareholders on Tuesday, April 29th 2025 at 15.00 hrs. at Mahanatee Auditorium, KingBridge Tower No. 989 Rama 3 Road, Bangpongpan, Yannawa, Bangkok 10120. The Board of Directors has set the record date to determine the names of shareholders' right to attend the 47th Annual General Meeting of shareholders be on 17 March 2025

The company had granted the opportunity to the shareholders to propose agenda and nominate candidates to be elected as Directors in advance during 1-31 December 2024 for the 47th Annual General Meeting of Shareholders.

None of Shareholders proposes any agenda or nominates candidate to be elected as Director. Therefore, the company considers the following agendas:-

1. To certify the minutes of the Annual General Meeting of Shareholders No. 46 on April 23, 2024

Fact and reason : The foresaid meeting had been reported within 14 days after the meeting date and already submitted to the Stock Exchange of Thailand and Department of Business Development of Ministry of Commerce in time regulated and had publicly disclosed on website www.panasiafootwear.com , herewith in **Attachment No. 1.**

Comment of the Board : Being approved and consented to propose to the shareholder meeting for approval.

Voting resolution : Based on majority votes of the shareholders present at the meeting and having voting rights.

2. To acknowledge the Report of the Board of Directors for the previous year

Fact and reason : The summary of the Company's performance during the year 2024 is shown in the Annual Report for the year 2024 (Form 56-1 One Report) as QR Code, submitted together with the notice of the Annual General Meeting of Shareholders , herewith in **Attachment No. 2.**

Comment of the Board : Such report should be submitted to The Meeting of Shareholders for acknowledgement.

Voting resolution : No voting required since this agenda is intended for acknowledgement purpose.

3. To consider and approve the Financial Statements for the year ended December 31, 2024

Fact and reason : In compliance with relevant law stipulating that a company shall prepare its financial statements at the end of the fiscal year of the company and be audited prior to proposing for shareholders' approval.

Comment of the Board : Being consented to propose to the shareholders for approval.

(Unit: million Baht)

Descriptions	Consolidated Financial statements	Separate Financial statements
Total Assets	1,000	796
Total Liabilities	376	229
Total Shareholders' Equity	625	567
Revenue from sales and Hire of work	2,540	1,921
Total Revenues	2,564	1,932
Net Profit (loss) (Owners of the parent company)	(5.44)	2.89
Earnings (loss) per Share (Baht)	(0.0101)	0.0054

Details are in the Financial Statements published in Annual Report 2024 (Form 56-1 One Report) herewith the **Attachment No. 2**.

Voting resolution : Based on majority votes of the shareholders present at the meeting and having voting rights.

4. To consider and approve the appropriation of profit and dividend payment.

Fact and reason : According to Section 116 of the Public Limited Companies Act B.E. 2535, the company must allocate a portion of its annual net profit as a reserve capital of not less than 5 percent of its annual net profit, less the accumulated losses brought forward (if any), until such reserve capital amounts to not less than 10 percent of its registered capital in the year. In 2024, the Company had a net profit according to the special financial statements of Baht 2.89 million and there was no accumulated capital deficit. The Board of Directors therefore proposed to allocate a net profit of Baht 0.149 million as statutory reserve capital. After the allocation, the Company will have statutory reserve capital of Baht 27.35 million, or 9.93 percent of its registered capital. The remaining net profit of 2.74 million baht will be set aside as unallocated accumulated profit to support the company's future operations.

The Company has changed its dividend payment policy to shareholders at a rate of not less than 20 percent of net profit, taking into consideration the Company's operating results, financial status, economic conditions, and operational plans. For the reasons stated above, it is deemed appropriate to propose the Board of Directors' meeting for approval and to propose the general shareholders' meeting for approval to allocate profits as legal reserves and to suspend dividend payments

Comment of the Board : It is deemed appropriate to change the dividend payment policy to shareholders at a rate of not less than 20 percent of net profit. For the approval of profit allocation, it is deemed appropriate to propose to the general shareholders' meeting to approve the allocation of profit as legal reserves in the amount of 149,000 baht and to suspend the payment of dividends. Details of the consideration of suspending the payment of dividends are as follows:

(the Separate Financial Statements)

Details of Dividend Payment	Unit	2024 (No dividend payment)	2023 (Paid)
1.Profit for the year	Baht	2,889,771	11,145,365
2.Retained earnings Unappropriated	Baht	266,087,389	268,851,722
3.Statutory reserve	Baht	149,000	558,000
4.Dividend per share	Baht/Share	-	0.0102
5.Total dividend	Baht	-	5,508,000
6.The dividend ratio per net profit	%	-	49.42
7.Number of share	Shares	540,000,000	540,000,000

Voting resolution : Based on majority votes of the shareholders present at the meeting and having voting rights.

5. To consider and approve the allocation of guarantee limits for subsidiaries who have business relationship.

Fact and reason : In order for the financial management of subsidiaries with business relations with the Company to proceed smoothly and to achieve continuous growth, it is necessary for the Company to guarantee the use of credit with banks and various financial institutions for subsidiaries with business relations with the Company in an amount not exceeding 500 million baht, in accordance with general trading conditions, as are follows Pontex (Thailand) Co., Ltd., WBLP Co., Ltd., Advantage Footwear Co., Ltd., and Peck Industry Co., Ltd., with direct and indirect shareholding proportions of 98.83%, 70%, 89.16%, and 83.72%, respectively.

Comment of the Board : The Board of Directors therefore proposed to the meeting to consider allocating a guarantee amount for the use of credit with banks and various financial institutions to subsidiaries that have business relations with the Company in an amount not exceeding 500 million baht, in accordance with general trading conditions, as are follows Pontex (Thailand) Co., Ltd., WBLP Co.,

Ltd., Advantage Footwear Co., Ltd., and Peck Industry Co., Ltd., with direct and indirect shareholding proportions of 98.83%, 70%, 89.16%, and 83.72%, respectively.

Voting resolution : Based on majority votes of the shareholders present at the meeting and having voting rights.

6. To consider and election of directors in replacement of those who are retired by rotation

Fact and reason : According to the Company had given the opportunity to shareholders to propose nominate candidates to be elected as the Company's Directors in the General Meeting of Shareholders for the years 2025 since December 1, 2024 to December 31 2024, there was not any shareholders propose nominate candidates to be elected as the Company's Directors. At present, the company has a total of 10 Company's Directors. In compliance with the Public Limited Companies Act and Clause 22 of the Company's Articles of Association, one-third of the directors must retire from office by rotation at the Annual General Meeting of Shareholders, Directors who have left their positions may be re-elected. In 2025, The General Meeting of Shareholders No. 47th, there are the Company's Directors who are retired by rotation as follows;

- | | |
|------------------------------|--|
| 1. Mr. Boonkiet Chokwatana | Chairman |
| 2. Mr. Siripong Sombutsiri | Independent Director / Chairman of the Audit Committee |
| 3. Mr. Thamrong Tritiprasert | Independent Director |

The selection process for the Company's directors did not go through the selection committee because the Company has not yet appointed a selection committee. The Board of Directors, excluding the nominated directors, considered and deemed it appropriate to propose to the shareholders' meeting to elect 3 directors whose terms of office have expired as directors for another term. In this shareholders' meeting, Mr. Siripong Sombutsiri is an independent director and Chairman of the Audit Committee who has served for 12 years who are the persons has the knowledge and experience to provide useful advice to the Company and still meets all the qualifications of the Company's independent director qualifications. Capable of independently expressing opinions and effectively fulfilling the duties of an independent director. The Board of Directors has screened and considered the selection of directors on an individual basis, in which the directors with vested interests did not vote for themselves. The Board of Directors has considered that the persons to be nominated this time have passed the consideration process set by the Company and have qualifications in accordance with the relevant criteria and are suitable for the Company's business operations. The Board has considered the appropriateness that will benefit the

Company's operations, both in terms of qualifications according to the Company's regulations and relevant requirements, including the composition of the Board of Directors, as well as considering the qualifications of the persons with knowledge, ability, experience and expertise that are consistent with the business strategy. Therefore, it is appropriate to propose to the shareholders' meeting to consider re-electing the three directors whose terms have expired to resume their positions as directors for another term.

Comment of the Board : The selection process has not been a director of the Company, through the Audit Committee because the Company has not yet appointed a Nominating Committee. The Board of Directors, excluding the Directors who are nominated persons, has resolution to approve 3 persons to be the Directors of the company for another term. In this regard, the Board of Directors has considered individual qualifications who are the persons with knowledge, ability, experience, and a background of expertise from various professions that meets the company's requirements, Including qualifications and features that are not prohibited by law. Relevant announcements and company regulations those who previously held the position of director of the company, has performed his duties as a company director very well, have used experience provide policy recommendations to the company. Therefore, the number of directors of the company is 10 people.

The profile of the nominated persons to be directors in replace of the company directors who are retired by rotation and profiles of persons nominated for new directorships are enclosed in the **Attachment No.3.**

Voting resolution : Based on majority votes of the shareholders present at the meeting and having voting rights.

7. To consider the Board of Director's remuneration

Fact and reason : According to the Articles of Association, Article 33, the company is not allowed to pay money or provided any property to the directors, except for the remuneration under their right and other kind of benefits normally provided to those appointed as the Directors of the Company. It also excludes the remuneration and a welfare which Directors received as company's employee or staff. In 2024, the General Meeting of Shareholders agreed to approve the remuneration to Directors not exceed 10 million Baht a year, the company had actually paid Baht 1,560,000 consisting of, Baht 240,000 of meeting attendance fee, Baht 1,200,000 of the annum remuneration, Baht 120,000 of meeting attendance fee for Audit Committee.

Comment of the Board : The Board of Directors to consider and proposal. It should be proposed to the Annual General Meeting of Shareholders for approval to fix the remuneration not exceed Baht 5 Million a year. The amount excluded the remuneration and welfare which Directors received as Company's employee or staff and propose to pay as follows;

- (1) Board of Directors
- Meeting attendance fee (paid to attending directors only)

	2025	2024
Chairman	5,000 (Baht/Meeting)	5,000 (Baht/Meeting)
Director	5,000 (Baht/Meeting)	5,000 (Baht/Meeting)

- Annual Remuneration is paid to all directors and allocated by the Board of Directors.

- (2) Audit Committee
- Meeting attendance fee is paid by quarter

	2025	2024
Chairman	12,500 (Baht/Meeting)	12,500 (Baht/Meeting)
Director	10,000 (Baht/Meeting)	10,000 (Baht/Meeting)

The amount excluded the remuneration and welfare which Directors received as Company's employee or staff with the consideration on evaluation of Board of Directors operation. The fixing of remuneration has not passed the consideration of the committee for scrutiny of remuneration. However, the fixing of remuneration for Board of Directors has been carefully considered by the meeting of the Board of Directors of the Company by comparing with and referring to the same type of industry.

Remuneration of other subcommittees, which were organized by the Board, will be in the consideration of the Board of Directors and considered by appropriateness, duties and responsibilities. From the General Meeting of Shareholders approval until changes, the remuneration payment will not exceed the amount which approved by the General Meeting of Shareholders.

Voting resolution : This agenda must be approved which is not less than 2/3 (two-thirds) of all shareholders who attended the meeting.

8. To appoint the Company's auditor and to consider the auditor fees

Fact and reason : According to the regulations of the company No.50 and 51, the auditor shall not be a director, staff member employee or a person holding any office. An auditor shall be elected

annually by the general shareholders meeting. A retiring auditor may be elected. In 2024, the Auditor are Mr. Virach Aphimeteetamrong, Certified Public Accountant No. 1378 had never served as company auditor certifying the company's financial statements or Mr. Chaiyakorn Aunpitipongsa, Certified Public Accountant No. 3196 had never served as company auditor certifying the company's financial statements or Mr. Apiruk Ati-anuwat, Certified Public Accountant No. 5202 had served 1 term as company auditor certifying the company's financial statements from 2020 - 2024 or Miss Ratchneekon Vijaksilp, Certified Public Accountant No. 5801 had never served as company auditor certifying the company's financial statements or Miss Kornkaew Dabkaew, Certified Public Accountant No. 8463 had never served as company auditor certifying the company's financial statements of Dr. Virach and Associates Company Limited.

The Audit Committee had considered and proposal elected

1	Mr. Virach	Aphimeteetamrong	Certified Public Accountant No.	1378	Or	had never served as company auditor certifying the company's financial statements
2	Mr. Chaiyakorn	Aunpitipongsa	Certified Public Accountant No.	3196	Or	had never served as company auditor certifying the company's financial statements
3	Mr. Apiruk	Ati-anuwat	Certified Public Accountant No.	5202	Or	had served 1 term as company auditor certifying the company's financial statements from 2020-2024
4	Miss Ratchneekon	Vijaksilp	Certified Public Accountant No.	5801	Or	had never served as company auditor certifying the company's financial statements
5	Miss Kornkaew	Dabkaew	Certified Public Accountant No.	8463		had never served as company auditor certifying the company's financial statements

any one of Dr. Virach and Associates Company Limited to be the Company's Auditor for the year 2025 and determined the remuneration of auditor fee as follows;

	<u>2025</u>	<u>2024</u>
Review of the financial statements for quarter 1,2,3	915,000 Baht	900,000 Baht
Audit fee for the year ended December 31	<u>785,000 Baht</u>	<u>770,000 Baht</u>
Total	<u>1,700,000 Baht</u>	<u>1,670,000 Baht</u>

Comment of the Board : It is agreed to the Audit Committee selection and proposal. It should propose to the General Meeting of Shareholders to appoint Mr. Virach Aphimeteetamrong, Certified Public Accountant No. 1378 or Mr. Chaiyakorn Aunpitipongsa, Certified Public Accountant No. 3196 or

Mr. Apiruk Ati-anuwat, Certified Public Accountant No. 5202 or Miss Ratchneekon Vijaksilp, Certified Public Accountant No. 5801 or Miss Kornkaew Dabkaew, Certified Public Accountant No. 8463 of Dr. Virach and Associates Company Limited, any one to be the Company's Auditor for the year 2025 by the determination the audit fee as stated above is Baht 1,700,000.- as stated above.

In addition, the Board found it appropriate to report to the shareholders the audit fee of the Company's subsidiaries total 4 Companies, which have the same auditor of the audit office the Company appoints, as follows;

Audit Fee for Subsidiaries	2025	2024
Review of the financial statements for quarter 1,2,3	450,000 Baht	450,000 Baht
Audit fee for the year ended December 31	910,000 Baht	890,000 Baht
Total	1,360,000 Baht	1,340,000 Baht
Grand Total	3,060,000 Baht	3,010,000 Baht

The nominated auditors do not have any relationship and/or conflict of interest with the Company, its subsidiaries, managements, major shareholders, or related persons.

Voting resolution : Based on majority votes of the shareholders present at the meeting and having voting rights.

9. Other matters (if any)

The shareholders are all invited to attend the meeting on the date, time and venue indicated above. The shareholders may register to attend the meeting at the venue of the meeting on such date at 13 hours onwards. It is Company policy for shareholders to participate in Company operation, shareholders can submit questions in advance. Shareholders, who have the questions related to any agenda of the General Meeting of Shareholders, are able to send the questions in advance at E-Mail : parichart.p@paf- group.com or registered mail to Mrs.Parichart Phobang (the Company's Secretary), Pan Asia Footwear Public Company Limited, 507/2 Moo 11 Nongkham Sriracha Chonburi 20230 within April 25, 2025, and specify the name, address and telephone number which is able to contact. The Company's Secretary will collect all questions submitted to the President for consideration orderly and answer questions submitted in advance on the meeting day.

For your convenience, if you are unable to attend the meeting and desire to appoint a person to attend the meeting and vote on your behalf, please completely fill and sign Proxy Form attached or download only one of three Proxy Forms from the company's website www.panasiafootwear.com. Foreign investors

who authorize the custodian in Thailand to keep and oversee their shares can choose only one of the Proxy Form: Form A, Form B or Form C. Another shareholders can choose only one of the Proxy Form: Form A or Form B. Shareholders who desire to appoint the independent directors and being an Audit Committee that company nominated the name as the authorized person from shareholders, details are attached as **attachment No.5**

Yours are kindly requested to submit the complete Proxy Form at least 3 working days prior to the meeting in order to facilitate the verification of the evidence. The company will process registration with the barcode system, for registration convenience, shareholders and proxy, please bring the Notification of meeting (Registration Form) with signature as **the attachment No.12** on the meeting day for the rights to meeting attendance.

Yours faithfully,



(Mr. Sommat Khunset)
Chief Executive Officer

PAF ASIA FOOTWEAR PUBLIC COMPANY LIMITED

The Minutes of the General Meeting of Shareholders No.46

The meeting was held at Chao Praya Room 2, Montien Riverside Hotel, No. 372 Rama 3 Road, Khwaeng Bangklo, Khet Bangkok, Bangkok 10120 on April 23, 2024. There were shareholders in person and proxies 33 persons, equivalent to 35 shareholders, representing 270,186,553 shares or 50.03% of the total outstanding and paid-up shares (the Company had 540,000,000 outstanding and paid-up shares in total).

The meeting commenced at 15.00 hours

Mr. Boonkiet Chokwatana, Chairman of the Board acting as Chairman of the meeting.

Mrs. Parichart Phobang, Company Secretary, informed that Pan Asia Footwear Public Company Limited there were shareholders and proxies 33 persons, representing 35 shareholders, holding 270,186,553 shares or 50.03% of the issued and paid up shares was 540,000,000 shares which constituted the quorum. According to the Company's Articles of Association no.37, shareholders and proxies must be not less than 25 persons or not less than half (1/2) of the total number of shareholders, holding shares not less than one-third (1/3) of the total number of shares sold. In order to comply with good corporate governance principles the company had given the opportunity for shareholders to propose agenda and/or nominate candidates to be elected as directors during December 1, 2023 to December 31, 2023 and there was not any shareholders propose agenda and nominate candidates to be elected as directors. The company has defined a list of eligible shareholders at the annual general meeting of shareholders no.46 on Tuesday, March 12, 2024. Altogether, there were 5,080 shareholders holding the combined total of 540,000,000 shares.

In this shareholders' general meeting the company creates video content by capturing both sound and visuals. Personal information will be gathered, used, and disclosed during the conference. Include audio, video, and still photos of every meeting attendee for managing meetings and for taking notes during them. Such information will be gathered, utilized, and disclosed by the Company in line with the intention behind calling the shareholders' general meeting, for justifiable purposes. It's critical to consider the protection of individual rights to privacy and personal data.

Mr. Boonkiet Chokwatana, Chairman of the Board acting as Chairman of the meeting, opened the meeting that, On behalf of the Board of Directors of Pan Asia Footwear Public Company Limited, we would like to welcome you to the meeting and would like to open the 45th Annual General Meeting of Shareholders, before proceeding with the agenda. Introducing Company directors, Company secretary, Executives and Auditors attending this meeting are as follows:

The names of 9 company directors attending the meeting were as follows

- | | | | |
|----|--------------|--------------|---|
| 1. | Mr. Boonkiet | Chokwatana | Chairman |
| 2. | Mr. Sommat | Khunset | Chief Executive Officer and Managing Director |
| 3. | Mr. Wichit | Prayoonwiwat | Director and Executive Director |
| 4. | Mr. Siripong | Sombutsiri | Independent Director and
Chairman of the Audit Committee |
| 5. | Mr. Sujarit | Patchimnan | Independent Director and Audit Committee |

- | | | | |
|----|---------------------|-------------------|--|
| 6. | Pol.Maj.Gen.Panurat | Meepien | Independent Director and Audit Committee |
| 7. | Dr.Surat | Wongratanapassorn | Director |
| 8. | Mr.Tanakorn | Treepolaksorn | Director and Executive Director |
| 9. | Ms. Suntara | Thitiworn | Director and Executive Director |

Mr.Thamrong Tritiprasert Independent was on duty and did not attend the meeting. There were 9 Directors to participate in this meeting or to be 90% of the Company's Directors.

Attendance of the Management Team

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|----|-----------------------|--|
| 1. | Mrs.Parichart Phobang | Executive Director / Company Secretary and Chief Financial Officer
Pan Asia Footwear public Company Limited |
| 2. | Mrs.Jindawan Sansanoh | Director of WBLP Co., Ltd. |
| 3. | Mr.Kriangsak Konthon | Managing Director of Advantage Footwear Co., Ltd. |
| 4. | Mr.Pongpun Thaikra | Legal Advisor |

And to count the votes in the Extraordinary General Meeting of shareholders in this with transparency as Assessment of the Office of the Securities and Exchange Commission, recommend attendance of Auditor and representatives to be the witness in counting votes of meeting.

- | | | | |
|----|------------|------------|--------------------------------------|
| 1. | Mr. Apiruk | Ati-Anuwat | Certified Public Accountant No. 5202 |
| 2. | Mr. Sawat | Jeambunark | Audit manager |

of DR.VIRACH AND ASSOCIATES COMPANY LIMITED

Mr.Boonkiet Chokwatana Chairman of the meeting, Assigned Mr. Sommat Khunset, Chief Executive Officer and Managing Director to conduct the meeting according to the next agenda

Mr.Sommat Khunset, Chief Executive Officer informed the meeting Before proceeding with the meeting agenda, Mrs. Parichart Phobang was assigned to provide information relating to the voting procedures in this meeting.

Mrs.Parichart Phobang, Company's Secretary informed the meeting that, for the Meeting details and cast the vote process in this meeting, it is in accordance with the Company's Articles of Association no. 44 that one share was equal to one vote. The casting of vote would be with revelation, the shareholder could cast the vote with agree, disagree or abstain in each agenda. Counting of vote regarded especially from disagree and/or abstain including votes on bad cards (if any). The remaining of vote counted to be the agreement of that agenda. In case shareholders do proxy to other person to attend the Meeting and to cast the vote according to shareholders' objective. Shareholders sent the proxy form to Company in advance. Company has already recorded votes according to shareholders' objective in the system.

In the case of a bad card, there is a vote in excess of one channel, or in the case of a strike in the card without signing the strike zone.

In the case that shareholders registered to attend the Meeting after the Meeting started, the shareholders have rights to vote in the remaining agenda. The Company would count the vote of shareholders who attended the Meeting during the forming of the quorum in the agenda which they voted and for the orderly vote, and recorded to the Minutes of the Meeting.

For transparency and well organized system, the Company counted the votes by Barcode System, and shareholders would see the votes of each agenda on screen at the same time, classified as follows:

1. Any agenda, except, the agenda of directors election, shareholders who disagreed or abstained

their votes should raise the sign plate, the officer would bring the voting card to fill the registered number, specify an opinion and sign the name in the voting card, the officer would keep the voting card.

2. The election of directors' agenda, shareholders received voting card at the registered, would fill the specified opinion on the election of each director individually and sign the name in the voting card. In the case that shareholders who disagreed or abstained the votes should raise the sign plate, and the officer would count the votes immediately. But collect voting cards from shareholders / Proxies would be done at the end of this agenda.

The Directors who were shareholders reserved the right to vote for approval in every agenda according to the Board of Director's proposal. In case of shareholders assigned Director as Proxies to vote, Director would vote in accordance with the shareholder's specific objectives prescribed in Proxy Form.

Mr.Sommat Khunset, Chief Executive Officer, Assigned Mrs. Parichart Phobang to carry out Agenda 1.

Before starting the 1st agenda, Mrs.Parichart Phobang, Company's Secretary informed that there were 2 person, representing 2 shareholder attending the Meeting, holding 6,100 shares. The total of shareholders and proxies were 35 persons, representing 37 shareholders, holding 270,192,653 shares or 50.04 % of the issued and paid up shares.

Agenda 1 To certify the minutes of the Annual General Meeting of Shareholders No. 45 on April 25, 2023

Mrs.Parichart Phobang, Company's Secretary reported that the Minutes of Annual General Meeting of Shareholders No.45 held on April 25, 2023 was arranged and submitted to the Stock Exchange of Thailand and publicized on company's website within 14 days from the day of the General Meeting of Shareholders and also sent to Department of Business Development, the Ministry of Commerce according to the requirement of the laws. The Copy of the Minutes was sent with the Notice of the General Meeting of shareholders which the Board of Directors had the opinion that it was recorded correctly, should propose to the Meeting of Shareholders for consideration.

After consideration, the Meeting had resolution to approve the Minutes of Annual General Meeting of Shareholders No.45 held on April 25, 2023 as proposal, The resolution was adopted unanimously out of the total votes of the shareholders attending the meeting and having the rights to vote as follows:

Agree	270,192,653	votes	or to be	100%
Disagree	-	votes	or to be	-
Abstain	-	votes	or to be	-
Voided Voting Card(s)	-	votes	or to be	-

Before starting the 2nd agenda, Mrs.Parichart Phobang, Company's Secretary informed that there was no shareholder attending the Meeting

Agenda 2 Acknowledgement of the Report of the Board of Directors for the past year.

Mr.Sommat Khunset, Chief Executive Officer, proposed the report of the Board of Director and the operating results of the company in 2023 provided in the annual report of 2023 (Form56- 1 One Report) was presented in the notice of the Meeting in accordance with the requirements of the Securities and Exchange Commission and the Stock Exchange of Thailand was submitted in QR Code format together with the notice of the General Meeting of Shareholders and The company has restructured its business investment by still being a holding company, including increasing the business of footwear industry. The operating results for the year 2023 are as follows:

Report on operating results according to consolidated financial statements

In 2023, the Group's income from sales and revenues from hire of work was 2,864 million baht, an increase from the previous year of 1,441 million baht, representing a 101 percent increase from the company's Footwear Manufacture. In 2023, the company sold 3,493,050 pairs of footwear for 2,110 million baht, compared to the previous year's number of 1,085,639 pairs, amounting to 634 million baht.

Revenues structure according to operating segments of the group of companies

Particulars	2022	2023	Increase(Decrease)	
			Million Baht	%
The Manufacture and distribution of Footwear and Bag	735	2,295	1,560	212%
The Manufacture of Soles and Parts for Footwear	546	401	(145)	(27%)
Production Support Business	376	290	(86)	(23%)
The Organic Farming Business and Others	11	12	1	11%
Elimination	(245)	(134)	111	(45%)
Total Revenues	1,423	2,864	1,441	101%

Revenues from Local and Export structure of the group of companies

Revenues	2022		2023		Increase(Decrease)	
	Million Baht	%	Million Baht	%	Million Baht	%
Local	693	45.54	693	23.86	-	-
Export	729	47.90	2,171	74.70	1,441	198%
Total Revenues	1,423	93.43	2,864	98.57	1,441	101%

% Calculate from % Consolidated Financial Statement's Total Revenues

Product Development

The group has developed footwear products made from hemp fibers. Enhanced anti-fog properties anti bacterial Focus on choosing raw materials that are environmentally friendly according to the concept of the Daybreak brand, which is the company's brand environmental footwear products

In 2023, the footwear and equipment manufacturer and group of companies In collaboration with Bangkok Athletic Company Limited, a distributor of shoes and other equipment, under the name "DAYBREAK." A charity running event was held under the "PAN" trademark. Take part in the purchase of medical supplies for Somdej Phra Boromma Ratchathewi Na Si Racha Hospital in order to improve the standard of patient care and treatment for those residing in the Si Racha District. Including neighboring regions and providing financial aid for scholarships to pupils attending Sriracha Municipality-run schools

In summary, the amount of money received from this activity was 2.5 million baht, 2 million baht was given to Somdej Phra Boromma Ratchathewi Na Si Racha Hospital and 5 hundred thousand baht to schools under the Sriracha Municipality.

☛ Sustainable management of greenhouse gas emissions

- In 2023, the Company and the Group appointed a working group to manage carbon footprint and carbon credits. There is a policy to implement and encourage employees to understand the concept of carbon footprint and carbon credits to lead to planning activities to reduce greenhouse gas emissions in organizations and products continuously according to international standards.
- Set aside space to keep records on greenhouse gas emissions and is confirmed by a verifier who holds a Greenhouse Gas Management Organization registration (Public Organization) in partnership with the Thai Industries Federation Act as a consultant to gather information and assess the quantity of greenhouse gas emissions resulting from company operations. Utilizing a constrained verification format, to be used for verification, encompassing all three SCOPE. Furthermore, no comparison with the base year has yet been done because this is the first year of operation.
- Summary of the organization's greenhouse gas emissions, unit: tonCO2e/year, as follows:

Company	The amount of greenhouse gas emissions	SCOPE I	SCOPE II	SCOPE III
PAF	408	339	69	37
WBLP	331	86	245	430
AVF	11,241	6,939	4,302	4,249
PTX	1,199	162	1,037	1,515
PEI	229	62	167	57

The business and its affiliates will think about presenting and developing proposals for 2024. Make a strategy to cut the company's emissions of greenhouse gases from the company's operations in every sector to endeavor to further cut the company's greenhouse gas emissions.

Various actions and activities to achieve carbon neutrality

Promote the use of alternative energy (solar energy)

Advantage Footwear Co.,Ltd. Located in Kapinburi District, Prachinburi Province, installed Solar Roof through Green Yellow Solar 4 Company (Thailand). Electrical power that can be produced is 999 kilowatts per hour. It will be used in July 2024. and

Pontex (Thailand) Co.,Ltd. Located in Bangpakong District, Chachoengsao Province. It is installed through Gulf 1 Company Limited. Electricity that can be produced is 279 kilowatts per hour. It has been in use since April 2024.

☛ Compliance with Anti-Corruption Policy

The company places importance on fighting corruption. Have a written policy Set forth in the business ethics and work regulations of the company. To serve as a guideline for employees Including creating awareness honesty Do not use your position to seek benefits. Not asking for money or any other benefits apart from trade agreements

In 2023, the Company found no issuances that have significant concerning to the corruption or any operation that not complied with the laws or defined regulations as well as the violation against business ethics.

Mr.Sommat Khunset, Chief Executive Officer, give shareholders a chance to ask questions

Mr. Sathaporn Pungniran ,shareholder had his suggestion:

1. Disapproval of using an online meeting for the shareholders' general meeting and requested that a hybrid format be used for the following meeting
2. Observations about the matter on page 121 of the 2023 annual report
 - Price of stocks on the market does not match book value per share
 - The difference between net profit (loss) and total income, which rises annually
3. Observations about the matter on page 122 of the 2023 annual report
 - Repayment schedule for debt not in line with average time it takes to collect a debt and average sales duration
 - Gross profit margin

This agenda is informational only and does not need to be voted on when there are no questions

Mr.Sommat Khunset, Chief Executive Officer, Assigned Mr.Wichit Prayoonwiwat to carry out Agenda 3

Before starting the 3rd agenda, Mrs.Parichart Phobang, Company's Secretary informed that there were 3 person, representing 3 shareholder attending the Meeting, holding 2,200 shares. The total of shareholders and proxies were 38 persons, representing 40 shareholders, holding 270,194,853 shares or 50.04 % of the issued and paid up shares.

Agenda 3 To approve of the Financial Statements for the year ended December 31, 2023

Mr.Wichit Prayoonwiwat, Director and Executive Director, proposed the Financial Statements as at December 31, 2023 were prepared in accordance with generally accepted accounting principles and examined and certified by a Certified Public Accountant, agreed by the Audit Committee and the Board of Directors, the Board of Directors appropriated to propose to the General Meeting of shareholders to approve the Financial Statements as at December 31, 2023 as stated in the Annual Report for the year 2023 (Form56-1 One Report) delivered to all shareholders together with the Notice of the General Meeting of shareholders prior to this Meeting for consideration. The major of contents were as follows:

(Unit : Million Baht)

Descriptions	Consolidated financial statements	The separate financial statements
Total Assets	1,087	844
Total Liabilities	452	273
Shareholders' equity	636	570
Total Sale and Revenues from hire of work	2,864	2,123
Total revenue	2,906	2,152
Profit (loss) Attributable to : Owners of parent	(2.61)	11.15
Earnings (loss) per Share (Baht/share)	(0.0048)	0.0206

Mr.Sommat Khunset, Chief Executive Officer, Give shareholders a chance to pose inquiries. When there are no questions Propose to the meeting for consideration.

The Meeting had resolution to approve the Financial Statements as at December 31, 2023 as proposal, The resolution was adopted unanimously out of the total votes of the shareholders attending the meeting and having the rights to vote as follows;

Agree	270,194,853	votes	or to be	100%
Disagree	-	votes	or to be	-
Abstain	-	votes	or to be	-
Voided Voting Card(s)	-	votes	or to be	-

Mr.Sommat Khunset, Chief Executive Officer, Assigned Mr.Wichit Prayoonwiwat to carry out Agenda 4 Before starting the 4th agenda, Mrs.Parichart Phobang, Company's Secretary informed that there were 2 person, representing 2 shareholder attending the Meeting, holding 3,900 shares. The total of shareholders and proxies were 40 persons, representing 42 shareholders, holding 270,198,753 shares or 50.04 % of the issued and paid up shares.

Agenda 4 To approve the appropriation of profit and dividend payment.

Mr.Wichit Prayoonwiwat, Director and Executive Director, reported to the meeting that,

The Company has the policy to pay the dividend at least 50% by the consideration of business results and economic conditions.

In 2023, The company had a net profit for the year of the separate financial is amounting to 11,145,365 Baht Retained earnings unappropriated 268,851,722 Baht. The Board of Directors to propose to the General Meeting of Shareholders the appropriation of legal reserve 5% from net profit total amount 558,000 Baht and dividend payment is Baht 0.0102 per share to be Baht 5,508,000.- or 49.42% of net profit from separate financial statement. The shareholders entitling to receive the dividend according to the name listed in the record date on May 3rd, 2024 and determine dividend payment date on May 23rd, 2024.

Mr.Sommat Khunset, Chief Executive Officer, Give shareholders a chance to pose inquiries. When there are no questions Propose to the meeting for consideration.

After consideration, the Meeting had resolution to approve the appropriation of profit and dividend payment, The resolution was adopted unanimously out of the total votes of the shareholders attending the meeting and having the rights to vote as follows;

Agree	270,198,753	votes	or to be	100.00%
Disagree	-	votes	or to be	-
Abstain	-	votes	or to be	-
Voided Voting Card(s)	-	votes	or to be	-

Before starting the 5th agenda, Mrs.Parichart Phobang, Company's Secretary informed that there was no shareholder attending the Meeting

Agenda 5 To consider and approve the allocation of guarantee limits for subsidiaries who have business relationship

Mr.Sommat Khunset, Chief Executive Officer, reported to the meeting that, In order to manage the financial management of subsidiaries who have business relationships with the Company go smoothly growing continuously. Therefore, it is necessary for the company to provide a guarantee for the use of credit with the bank and financial institutions to subsidiaries, The Board of Directors proposed to the meeting to consider the allocation of a guarantee limit for credit use with the bank and financial institutions for subsidiaries, as are follows 1. Pontex (Thailand) Co., Ltd. 2. WBLP Co., Ltd. 3. Advantage Footwear Co., Ltd. 4. Pek Industries Co., Ltd. in the amount not exceeding 500 million baht according to general trading conditions.

Mr. Sommat Khunset, Chief Executive Officer, Give shareholders a chance to pose inquiries and answer shareholders' questions as follows:

Mr. Sathaporn Pungniran ,shareholder : Please specify % shareholding of all 4 subsidiaries in the meeting minutes.

Answer : The Company holds more than 50 percent of all subsidiaries' shares, and some companies hold 100 percent of the shares. When there are no questions Propose to the meeting for consideration.

After consideration, the Meeting had resolution approve the allocation of guarantee limits for subsidiaries who have business relationship above transaction in the amount not exceeding 500 million baht according to general trading conditions. With a majority vote of the total number of votes of shareholders who attended the meeting and had the right to vote as follows:

Agree	268,371,600	votes	or to be	99.3238%
Disagree	-	votes	or to be	-
Abstain	1,827,153	votes	or to be	0.6762%
Voided Voting Card(s)	-	votes	or to be	-

Before starting the 6th agenda, Mrs.Parichart Phobang, Company's Secretary informed that there was no shareholder attending the Meeting

Agenda 6 To consider and election of directors in replacement of those who are retired by rotation

Mr. Sommat Khunset, Chief Executive Officer, proposed to the Meeting that according to the Company had given the opportunity to shareholders to propose nominate candidates to be elected as the Company's Directors in the General Meeting of Shareholders for the years 2023 since December 1,2023 to December 31 2023, there was not any shareholders propose nominate candidates to be elected as the Company's Directors. At present, the company has a total of 10 Company's Directors.

The according to the Public Limited Companies Act B.E. 2535 and the according to the Company's Articles of Association no. 22, on every General meeting of Shareholders, one-third of the Directors shall retire from the office. If the member of Directors cannot be divided into three portion, the nearest to such one- third of the Directors shall retire from the office. Director who retires from the office may be re-elected.

The General Meeting of Shareholders No. 46, there are the Company's Directors who are retired by rotation as follows;

1. Mr. Sommat Khunset
2. Mr. Wichit Prayoonwiwat
3. Mr. Tanakorn Treepolaksorn

The Company's selection process directors has not passed recruitment committee because the Company has not yet appointed a recruitment committee. The Board of Directors to scrutinize selecting qualified candidates on an individual as the members of the committee with interests did not vote to select themselves after consideration, it is approved for individual person to elect the Company's Directors which as,

1. Mr. Sommat Khunset
2. Mr. Wichit Prayoonwiwat
3. Mr. Tanakorn Treepolaksorn

to replace the Company's Directors who are retired. The Board of Directors have to scrutinize selecting and consideration of individual who had knowledge, competence and experience from various professionals meet the Company's requirement including the qualifications and is not prohibited according to law, notifications and the articles of association. The existing Board of Directors performed well as Company's Director by using their experience to suggest the policies to the company.

The profiles of the 3 persons nominated for the Company's Board of Directors have been sent to the shareholders in the form of QR CODE together with the notice of the Annual General Meeting of Shareholders.

According to the Public Limited Companies Act BE 2535, Section 86 states that "A director is prohibited from operating a business of the same nature and in competition with the business of the Company. Whether doing it for their own benefit or benefit others unless notified to the shareholders' meeting prior to the appointment resolution." Therefore, the directors proposed for election in this meeting has served as a director in a company that competes with or is similar to/related to the company's business the business type of manufacturing and contract manufacturing of shoes are as follows:

Mr. Sommat Khunset The positions of directors are as follows:

1. Manorum Footwear Co., Ltd.
2. Bangkok Athletic Co.,Ltd.
3. Thanakom Injection Co., Ltd.
4. WBLP Co.,Ltd.

Mr.Wichit Prayoonwiwat and Mr.Tanakorn Treepolaksorn

The positions of directors WBLP Co.,Ltd.

Mr.Sommat Khunset, Chief Executive Officer, give shareholders a chance to ask questions

Mr. Sathaporn Pungniran ,shareholder had his suggestion:

- Recommended that there be an acknowledgement letter from the elected directors and directors who have been offered to return to their positions

When there are no questions Propose to the meeting for consideration electing the persons named above appointed as a director of the company individually.;

Mr. Sommat Khunset to be Director

After consideration, the meeting had resolution was adopted unanimously out of the total votes of the shareholders attending the meeting and having the rights to vote as follows.;

Agree	270,198,753	votes	or to be	100%
Disagree	-	votes	or to be	-
Abstain	-	votes	or to be	-
Voided Voting Card(s)	-	votes	or to be	-

Mr. Wichit Prayoonwivat to be Director

After consideration, the meeting had resolution was adopted unanimously out of the total votes of the shareholders attending the meeting and having the rights to vote as follows;

Agree	270,198,753	votes	or to be	100%
Disagree	-	votes	or to be	-
Abstain	-	votes	or to be	-
Voided Voting Card(s)	-	votes	or to be	-

Mr.Tanakorn Treepolaksorn to be Director

After consideration, the meeting had resolution was adopted unanimously out of the total votes of the shareholders attending the meeting and having the rights to vote as follows;

Agree	270,198,753	votes	or to be	100%
Disagree	-	votes	or to be	-
Abstain	-	votes	or to be	-
Voided Voting Card(s)	-	votes	or to be	-

Therefore, The Board of Directors of the year 2024 10 people, names are as follows:

1	Mr.Boonkiet	Chokwatana
2	Mr.Sommat	Khunset
3	Mr.Wichit	Prayoonwivat
4	Mr.Tanakorn	Treepolaksorn
5	Mr. Surat	Wongratanapassorn
6	Mr.Thamrong	Tritiprasert
7	Ms.Suntara	Thitiworn
8	Mr.Siripong	Sombutsiri
9	Mr.Sujarit	Patchimnan
10	Pol. Maj. Gen. Panurat	Meepien

There are three members of the audit committee and four independent directors, or one in three of the total board:

1	Mr.Siripong	Sombutsiri	Independent director Chairman of audit committee
2	Mr.Sujarit	Patchimnan	Independent director Audit Committee
3	Pol. Maj. Gen. Panurat	Meepien	Independent director Audit Committee
4	Mr.Thamrong	Tritiprasert	Independent director

Before starting the 7th agenda, Mrs.Parichart Phobang, Company’s Secretary informed that there was no shareholder attending the Meeting

Agenda 7 Consideration for the determination the remuneration of company directors.

Mr. Sommat Khunset, Chief Executive Officer, proposed to the Meeting that according to the Company’s Articles of Association No. 33, the company is not allowed to pay money or provide any property to the directors, except for the remuneration under their right and other kind of benefits normally provided to those appointed as the Directors of the Company excluding the remuneration and welfare incentive which Directors received as Company’s employee or staff. The General Meeting of shareholders in the year 2023 agreed to approve the remuneration to Directors not exceed 10 million Baht, the company had actually paid Baht 3,000,000.- consisting of, Baht 180,000.- and Baht 2,700,000.- of the annual remuneration, Baht 120,000.- of meeting attendance fee for Audit Committee.

In 2024, the Board of Directors deemed it appropriate to propose to the Annual General Meeting of Shareholders to determine remuneration for company directors total amount does not exceed 10 million baht, excluding remuneration or other benefits that the directors receive as employees or employees of the company determination of the company's remuneration did not pass the Remuneration Committee because the Company currently does not have a Remuneration Committee.

However, the determination of remuneration for the Board of Directors it has been carefully considered by the Board of Directors' meeting and the audit committee of the company which is allocated by the Chairman of the Board of Directors by considering the performance of the company the amount of remuneration approved by the shareholders' meeting and the amount of remuneration paid in the past year including the suitability of the duties and responsibilities of the directors and the audit committee the details are as follows.

(1) Board of Directors

- Meeting attendance fee (paid to attending directors only) 5,000 Baht/meeting/person
- Annual remuneration paid to all directors and determined by the Board of Directors.

(2) Audit Committee Meeting attendance fee by quarter.

- Chairman 12,500 Baht
- Director 10,000 Baht

Remuneration of other subcommittees appointed by the Board would be under the consideration of the Board of Directors as appropriate to scope of their duties and responsibilities. The foregoing shall be effective from the General Meeting of Shareholders’

approval until change, and the payment of remuneration would not exceed the amount which was approved by the General Meeting of Shareholders.

However, the carefully scrutinizing for determine remuneration by using reference from the same type of business of nearly the same size industry, the Remuneration Committee then deemed appropriate to determine the directors’ remuneration allocated by Executive Directors until there is a change.

According to the Public Limited Companies Act B.E.2535, Section 90 to determine to pay the remuneration according to the resolution of the General Meeting of Shareholders which is not less than 2/3 votes of all shareholders who are attended the Meeting.

Mr.Sommat Khunset, Chief Executive Officer, Give shareholders a chance to pose inquiries. When there are no questions Propose to the meeting for consideration

After consideration, In 2024 The Board had resolution to determine the remuneration of Directors should not exceed 10 million Baht. It also excludes the remuneration and welfare which Directors received as Company’s employee or staff . The meeting had resolution was adopted unanimously out of the total votes of the shareholders attending the meeting and having the rights to vote as follows:;

Agree	270,198,753	votes	or to be	100%
Disagree	-	votes	or to be	-
Abstain	-	votes	or to be	-
Voided Voting Card(s)	-	votes	or to be	-

Mr.Sommat Khunset, Chief Executive Officer, Assigned Mr.Siripong Sombutsiri, to carry out Agenda 8.

Before starting the 8th agenda, Mrs.Parichart Phobang, Company’s Secretary informed that there was no shareholder attending the Meeting

Agenda 8 Consideration for the appointment of the Auditors and determination the remuneration of auditors.

Mr.Siripong Sombutsiri, Independent Director/Chairman of The Audit Committee, proposed to the Meeting that according to the Article of Association of Company, Article 50 and 51 “the auditor must not be the Director Officer employee or held any position in company. The auditor could be elected annually by the General Meeting of Shareholders. The retiring auditor may be re-elected. In 2023, the Auditor are Mr. Virach Aphimeteetamrong, Certified Public Accountant No.1378 or Mr. Chaiyakorn Aunpitipongsa, Certified Public Accountant No. 3196 or Mr. Apiruk Ati-anuwat, Certified Public Accountant No. 5202 or Miss Ratchneekon Vijaksilp, Certified Public Accountant No. 5801 or Miss Kornkaew Dabkaew, Certified Public Accountant No. 8463 any one of DR.VIRACH AND ASSOCIATES COMPANY LIMITED to be the Company’s Auditor. The remuneration of auditors is Baht 1,450,000.

In 2024, the Board of Directors agreed with Audit Committee consideration and proposal. It should propose to General Meeting of Shareholders to appoint Mr. Virach Aphimeteetamrong, Certified Public Accountant No.1378 or Mr. Chaiyakorn Aunpitipongsa, Certified Public Accountant No. 3196 or Mr. Apiruk Ati-anuwat, Certified Public Accountant No. 5202 had served 1 term as company auditor certifying the company’s financial statements from 2020-2023 or Miss Ratchneekon Vijaksilp, Certified Public Accountant No. 5801 or Miss Kornkaew Dabkaew, Certified Public Accountant No. 8463 any one of DR.VIRACH AND

ASSOCIATES COMPANY LIMITED to be the Company's Auditor and determined the remuneration of auditor is Baht 1,670,000 as follows;

In

	2024	2023
Review of the financial statements for quarter 1,2,3	900,000 Baht	780,000 Baht
Audit fee for the year ended December 31	770,000 Baht	670,000 Baht
Total	1,670,000 Baht	1,450,000 Baht

in addition, the Board found it appropriate to report to the shareholders the audit fee of the Company's subsidiaries total 4 Companies, which have the same auditor of the audit office the Company appoints, as follows;

Audit Fee for Subsidiaries	2024	2023
Review of the financial statements for quarter 1,2,3	450,000 Baht	510,000 Baht
Audit fee for the year ended December 31	890,000 Baht	990,000 Baht
Total	1,340,000 Baht	1,500,000 Baht

The nominated auditors do not have any relationship and/or conflict of interest with the company, subsidiaries, managements, major shareholders, or related persons.

Mr.Sommat Khunset, Chief Executive Officer, Give shareholders a chance to pose inquiries and answer shareholders' questions as follows:

Mr. Sathaporn Pungniran ,shareholder : Inquiry about the audit fee for subsidiaries in 2024 decreased from the previous year.

Answer : Due to the merger of subsidiaries in 2023 This will cause one company to disappear, but the examiner will still need to look over the accounts of the combined company's products. As a result, the audit fee of the subsidiary will decrease in 2024. When there are no questions to be submitted to the meeting for consideration

After consideration, the meeting had resolution with a majority vote of the total number of votes of shareholders who attended the meeting and had the right to vote as follows,;

Agree	270,197,853	votes	or to be	99.9997%
Disagree	900	votes	or to be	0.0003%
Abstain	-	votes	or to be	-
Voided Voting Card(s)	-	votes	or to be	-

Mr.Sommat Khunset, Chief Executive Officer, Assigned Mrs.Parichart Phobang, to carry out Agenda 9.

Before starting the 9th agenda, Mrs.Parichart Phobang, Company's Secretary informed that there was no shareholder attending the Meeting

Agenda 9 To consider and approve the amendments to the Company's Articles of Association

Mrs.Parichart Phobang, Company Secretary, propose to the General Meeting of Shareholders for approval the Company amend the Company's Articles of Association, Article 29 (Director) , Article 35 and Article 40 (Shareholders' Meeting) , Article 57 (

Dividend) to comply with the Public Limited Companies Act (No.4) B.E. 2565 (2022) by cancelling current wordings and using proposed wordings details are as follows;

Existing provisions	Proposed for amendment
<p>Article 29 The summon directors’ meeting, the chairman or assigning person must send the meeting appointment letter to the directors not less than seven (7) days before the meeting day unless in the case of urgency, to preserve the rights and benefits of the company, consequently, the meeting appointment will be arranged by other means and the meeting date will be earlier than normal.</p> <p>The place of meeting as the first paragraph must be held in the head office location area of the company or branches or any other places specified by the Board of Directors.</p>	<p>Article 29 The summon directors’ meeting, the chairman or assigning person must send the meeting appointment letter to the directors <u>not less than three (3) days before the meeting day</u> unless in the case of urgency, to preserve the rights and benefits of the company, consequently, the meeting appointment will be <u>arranged by electronic</u> or other means and the meeting date will be earlier than normal.</p> <p>The place of meeting as the first paragraph must be held in the head office location area of the company or <u>any other places in the Kingdom. In the case of a meeting via electronic media. The location of the company’s head office shall be considered the location of the meeting.</u></p>
<p>Article 35 The summon of the shareholders’ meeting, the Board of Directors must provide the meeting appointment letter, specifying the place, date, time, agenda, and subject which will be presented to the meeting, as well as the details appropriately, by clearly specifying the presenting subject to acknowledge, obtain an approval or consider in any case, including the opinion of the Board of Directors of the said subject, and send to the shareholders and registrar acknowledging of the said not less than seven (7) day before the meeting date. In addition, must publish on the said meeting appointment in the newspaper continuing for the period of three (3) days and not less than three (3) days before the meeting date.</p>	<p>Article 35 The summon of the shareholders’ meeting, the Board of Directors must provide the meeting appointment letter, specifying the place, date, time, agenda, and subject which will be presented to the meeting, as well as the details appropriately, by clearly specifying the presenting subject to acknowledge, obtain an approval or consider in any case, including the opinion of the Board of Directors of the said subject, and send to the shareholders and registrar acknowledging of the said not less than seven (7) day before the meeting date. In addition, must publish on the said meeting appointment <u>in the newspaper or electronic media according to the criteria set by the registrar</u></p>

<p>The place of meeting as the first paragraph must be held in the head office location area of the company or branches or any other places specified by the Board of Directors.</p>	<p>continuing for the period of three (3) days and not less than three (3) days before the meeting date.</p> <p>The place of meeting as the first paragraph must be held in the head office location area of the company or <u>any other places in the Kingdom. In the case of a meeting via electronic media. The location of the company's head office shall be considered the location of the meeting.</u></p>
<p>Article 40 The chairman of the shareholders' meeting is responsible for controlling the meeting to be complied with the Articles of Association of the company herein regarding the subject of the meeting. In this regard, must perform the meeting compliance with the agenda respectively which specified in the meeting's appointment letter unless the meeting has resolved to change the agenda respectively by the votes not less than two / third (2/3) of the total amount of shareholders participation.</p> <p>When the meeting has completely considered as the first paragraph, the shareholders whose shares being counted not less than one / third (1/3) of all the selling shares, may request the meeting considered the other subjects than the specification in the meeting appointment letter.</p> <p>In the case of the meeting has not completely considered as the first paragraph or not completely considered as the presenting subjects of the shareholders as the second paragraph in any cases and need to adjourn to the next consideration, the meeting must define both the place, date and time of the next meeting and the Board of Directors must</p>	<p>Article 40 The chairman of the shareholders' meeting is responsible for controlling the meeting to be complied with the Articles of Association of the company herein regarding the subject of the meeting. In this regard, must perform the meeting compliance with the agenda respectively which specified in the meeting's appointment letter unless the meeting has resolved to change the agenda respectively by the votes not less than two / third (2/3) of the total amount of shareholders participation.</p> <p>When the meeting has completely considered as the first paragraph, the shareholders whose shares being counted not less than one / third (1/3) of all the selling shares, may request the meeting considered the other subjects than the specification in the meeting appointment letter.</p> <p>In the case of the meeting has not completely considered as the first paragraph or not completely considered as the presenting subjects of the shareholders as the second paragraph in any cases and need to adjourn to the next consideration, the meeting must define both the place, date and time of the next meeting and the Board of Directors must</p>

<p>send the meeting appointment letter which specified both the place, date, time and agenda to the shareholders not less than seven (7) days before the meeting date. In addition, must publish on the said meeting appointment in the newspaper continuing for the period of three (3) days and not less than three (3) days before the meeting date.</p>	<p>send the meeting appointment letter which specified both the place, date, time and agenda to the shareholders not less than seven (7) days before the meeting date. In addition, <u>must publish on the said meeting appointment in the newspaper or electronic media according to the criteria set by the registrar</u> continuing for the period of three (3) days and not less than three (3) days before the meeting date.</p>
<p>Article 57 The dividend payment must be paid by the amount of shareholding and divided equally.</p> <p>The dividend payment must be performed within one (1) month since the date of the shareholders' meeting or resolved by the Board of Directors, in any case. In addition, must notify by letter and send to the shareholders, and publish on the said dividend payment in the newspaper continuing for the period of three (3) days.</p>	<p>Article 57 The dividend payment must be paid by the amount of shareholding and divided equally.</p> <p>The dividend payment must be performed within one (1) month since the date of the shareholders' meeting or resolved by the Board of Directors, in any case. In addition, must notify by letter and send to the shareholders, and publish on the said dividend payment <u>in the newspaper or electronic media according to the criteria set by the registrar</u> continuing for the period of three (3) days.</p>

by giving the individual designated by the Board of Directors authority. When registering modifications to the memorandum of association at the Ministry of Commerce's Department of Business Development possesses the ability to add and alter words. to carry out the registrar's instructions

Mr.Sommat Khunset, Chief Executive Officer, Give shareholders a chance to pose inquiries. When there are no questions Propose to the meeting for consideration.

After consideration, the meeting had resolution with a majority vote of the total number of votes of shareholders who attended the meeting and had the right to vote as follows:,

Agree	268,371,600	votes	or to be	99.3238%
Disagree	-	votes	or to be	-
Abstain	1,827,153	votes	or to be	0.6762%
Voided Voting Card(s)	-	votes	or to be	-

Agenda 10 Other matters (If any)

Mr. Sommat Khunset, Chief Executive Officer Answered questions sent in advance of the meeting and in the meeting room as follows:

(1) From the Association of Thai Investors It is requested that the corporation look into holding regular and exceptional shareholder meetings in person as well as online or hybrid meeting formats. This will allow shareholders and executives to easily interact, communicate, and pose questions to the board of directors. and in accordance with the Securities Commission's request for cooperation.

Answer : The company accepted the proposal for consideration

(2) Mr. Sathaporn Pungniran ,shareholder : Request that the corporation inform investors of its return to running the Footwear business and provide an explanation of anticipated operating performance of Pan Asia Footwear Public Company Limited

Answer : The company has restructured its business from a Holding Company business only and has increased its business by starting to return to operating the shoe industry again because it is a sustainable industry. Humans still wear shoes and is committed to making the shoe industry grow in Thailand. In the past year the company produces footwear under the PAN trademark and sells them to Bangkok Athletic Co., Ltd., The chairman of the company has instructed the executives to make the business grow every year in both profits and sales. And the company will strive to continue growing the Footwear business.

Mr. Sathaporn Pungniran ,shareholder had suggestion : advised to take into account making healthy shoes for the senior population. This might yield a significant profit margin and be highly responsive to customers.

There was no any other matter proposed for consideration, therefore, Mr.Boonkiet Chokwatana, Chairman, express thanks to all shareholders and called the Meeting adjourned.

The Meeting was adjourned at 16.25 hrs.

Boonkiet Chokwatana

(Mr.Boonkiet Chokwatana)

Chairman of the meeting

Profile of the nominated candidates to be directors in replacement of the retiring directors by rotation

1. Mr. Boonkiet Chockwatana



Age	78 years
Nationality	Thai
Positions in the Company	Chairman
Total years of directorship	14 years (Date of Appointment as a Director April 22, 2011)
Type of Directorship being nominated	Director who is considered from the Board of Directors
Educations	<ul style="list-style-type: none"> ● Honorary Doctorate Degree in Business Administration (Management) from Sripratum University ● Honorary Doctorate Degree in Business Administration from College of Commerce from Burapha University ● Honorary Doctorate Degree in Business Administration from Naresuan University ● B.S. Mechanical Engineering, Worcester Polytechnic Institute, Massachusetts, U.S.A. ● Diploma, National Defence College, The Joint State - Private Sector Course Class 388
Seminar Program IOD	<ul style="list-style-type: none"> ● Director Accreditation Program (DAP) 3/2003 ● Director Certification Program (DCP) 4/2004
Family relationship among executives	● None
5 Year Past Experiences and/or Remarkable Positions	
	<u>Board Member/Management in Other Listed Company</u>
<ul style="list-style-type: none"> ● 1993 – Present 	Chairman S & J International Enterprises PLC. and its subsidiaries 7 Companies producing fine quality beauty care products
<ul style="list-style-type: none"> ● 1994 – Present 	Chairman People’s Garment PLC.

- 2013 – Present

Textile & Apparel Manufacturing

Chairman

Pan Asia Footwear PLC. and its subsidiaries 4 Companies

Holding Company, Organic agricultural business, production, distribution and export Footwear.
- 2021 - Present

Chairman

I.C.C. International PLC. and its subsidiaries 3 Companies

Import and Distribution of products from upcountries .
- 2016 - 2021

Chairman of the Board and Chairman of the Executive Committee

I.C.C. International PLC.
- 2015 - 2016

Chairman of the Executive Committee

I.C.C. International PLC.
- 1995 - 2014

President and Chairman of the Executive Committee

I.C.C. International PLC.
- 1986 - Present

Director

Saha Pathana Inter – Holding PLC.

 - 1) Investment in consumer products business,
 - 2) Investment in food and beverage business,
 - 3) Industrial park development and investment in other businesses
- 2016 – 2021

Director

Sahacogen (Chonburi) PLC.

Generating electricity and steam at Saha Group Industrial Park, Sriracha using a co-generating heat power production technology

Positions in Other Company/Organization/Institution Company

- 51 Companies

Positions in other business having the same nature of businesses as and competing with the Company

- There are no directors/executive positions in such entities

Position in other company in the last year had a significant impact on the dedication

- None

Forbidden Qualifications

1. Never dishonestly committed an offence against property.
2. Never entered into any transaction which may cause conflict of interest against the Company during the year.

Meeting Attendance in the past year

1. Board of Directors Meeting attendance : 5/5 times (equivalent to 100%)
2. 2024 Annual General Meeting of Shareholders attendance : 1/1 time (equivalent to 100%)

Shareholding (Ordinary Shares) (as at December 31,2024)

- Held Personally : 258,468 shares or 0.05%
- Held by Spouse or minor children : None

Experience, knowledge and expertise

- Administration and Organization Management
- Policy Setting and Strategic Planning
- Governance and Management

2. Mr.Siripong Sombutsiri



Age 70 years
Nationality Thai
Positions in the Company Independent Director /
 Chairman of The Audit Committee
Total years of directorship 12 years
 (Date of Appointment as a Director May 3, 2013)
Type of Directorship being nominated Independent Director /Chairman of The Audit Committee
 who is considered from the Board of Directors
Seminar Program IOD

- Director Accreditation Program (DAP) 2/2003
- Director Leadership Program (ELP) 1/2015

Family relationship among executives ● None

5 Year Past Experiences and/or Remarkable Positions

Board Member/Management in Other Listed Company

- 2002 - Present Director
 AP (Thailand) PLC. Real Estate Business
- 2014 - Present Chairman / Chairman of the Audit Committee
 Com7 PLC. Distributes IT products
- 2013 - Present Independent Director / Chairman of the Audit Committee
 Pan Asia Footwear PLC.
 Holding Company , Organic agricultural business,
 Production, distribution and export Footwear
- 2004 - Present Director and Director of the Audit Committee
 Bangkok Chain Hosipal PLC. Business as a group of hospitals
- 2015 - 2019 Director
 Tmbthanachart Bank PLC. Engages in universal banking business

Positions in Other Company/Organization/Institution Company

- 2009 - Present Director
 Its Subsidiaries AP (Thailand) PLC. Group
 Real Estate Business

- 2011 - Present Director

Infinite Technology Corporation Co., Ltd.

Electronics and computer industry

Positions in other business having the same nature of businesses as and competing with the Company

- There are no directors/executive positions in such entities

Position in other company in the last year had a significant impact on the dedication

- None

Forbidden Qualifications

1. Never dishonestly committed an offence against property.
2. Never entered into any transaction which may cause conflict of interest against the Company during the year.

Meeting Attendance in the last year

1. Board of Directors Meeting attendance : 5/5 times (equivalent to 100%)
2. Board of Audit Committee Meeting attendance : 4/4 times (equivalent to 100%)
3. 2021 Annual General Meeting of Shareholders attendance : 1/1 time (equivalent to 100%)

Shareholding (Ordinary Shares) (as at December 31,2024)

- Held Personally : None
- Held by Spouse or minor children : None

Experience, knowledge and expertise

Administration and Organization Management

Accounting & Finance

3. Mr.Thamrong Tritiprasert



Age	67 years
Nationality	Thai
Positions in the Company	Independent Director
Total years of directorship	2 years (Date of Appointment as a Director Apr 25, 2023) whose reserved for the remaining term of the director he replaces
Type of Directorship being nominated	Independent Director who is considered from the Board of Directors
Educations	<ul style="list-style-type: none"> ● Master of Business Administration Webster University Business School ● International Business Mini Industrial Engineer Chulalongkorn University
Seminar Program IOD	<ul style="list-style-type: none"> ● Director Accreditation Program (DAP) 34/2005
Board Member/Management in Other Listed Company	● None
5 Year Past Experiences and/or Remarkable Positions	
	<u>Board Member/Management in Other Listed Company</u>
	<ul style="list-style-type: none"> ● No director/executive positions in other listed companies
	<u>Positions in Other Company/Organization/Institution Company</u>
	<ul style="list-style-type: none"> ● 2022 - Present Chairman of the Footwear Group of the Thai Federation of Industries ● 2022 - Present Director Chokchaipibul Co.,Ltd. Software production and installation ● 2022 - Present Director Bangkok Rubber Company Development Center Co., Ltd. Chainat Rubber Co., Ltd. Phichit PSR Footwear Co., Ltd. Footwear Manufacturing Business ● 2021 - Present Director Manorom Footwear Co., Ltd.

Hanka Bangkok Rubber Co., Ltd.

Footwear Manufacturing Business

- 2013 - Present Director

Winplay Co., Ltd. International Co., Ltd.

Footwear Manufacturing Business

Positions in Other Company/Organization/Institution Company

- There are directors/executive positions in such entities of the following 6 Footwear manufacturing companies:

1. Bangkok Rubber Company Development Center Co., Ltd.
2. Manorom Footwear Co., Ltd.
3. Hanka Bangkok Rubber Co., Ltd.
4. Chainat Rubber Co., Ltd.
5. Phichit PSR Footwear Co., Ltd.
6. Winplay Co., Ltd. International Co., Ltd.

Position in other company in the last year had a significant impact on the dedication

- None

Forbidden Qualifications

1. Never dishonestly committed an offence against property.
2. Never entered into any transaction which may cause conflict of interest against the Company during the year.

Meeting Attendance in the last year

1. Board of Directors Meeting attendance : 5 / 5 times (equivalent to 100%)
2. 2024 Annual General Meeting of Shareholders attendance : - / 1 time

Shareholding (Ordinary Shares) (as at December 31,2024)

- Held Personally : None
- Held by Spouse or minor children : None

Forbidden Qualifications

- Never dishonestly committed an offence against property

Experience, knowledge and expertise

- Management and Marketing

Definitions of “Independent Director”

The company has given the following definitions of an “independent director” based on the announcement of the Capital Market Supervisory Board.

(1) The person must hold no more than 1% of shares with voting rights of the company, the parent company, the associates, the affiliates, the major shareholders or the entities with the authority to control the company; inclusive of shareholding by individuals related to such independent directors.

(2) The person must not be serving, or have served, as a director who is involved with the management, or a staff member, an employee or a consultant with a monthly wage. The person also must not be or be an individual with the authority to control the company, the parent company, the associates, the affiliates, the associates of the same level, the major shareholders or of the entities with the authority to control the company, with the exception of the case where he or she has retired from such a position for at least two years prior to the day on which he or she is appointed as an independent director. The ineligibility however does not include the case where an independent director has previously served as a public servant or a consultant of a government agency which is a major shareholder of, or an entity with the authority to control the company.

(3) The person must not be related by blood or law as father, mother, spouse, sibling or child, spouse of son or daughter of executives, major shareholders, individuals with the authority to control the company or candidates for the position of an executive or an individual with the authority to control the company or an associate.

(4) The person must not have, or have had, a business relationship with the company, the parent company, the associates, the affiliates, the major shareholders or the entities with the authority to control the company, in such a manner that may interfere with one’s independent discretion. The person also must have not been or has been a shareholder, individuals with the authority to control the company, of the person who has business relationship with the company, the parent company, the associates, the affiliates, the major shareholder or the entities with the authority to control the company. There is an exception in the case where he or she has retired from such a position for at least two years prior to the day on which he or she is appointed as an independent director.

The business relationship as described in the above paragraph is inclusive of normal trading transactions for the conduct of business; lease or letting of immovable; transactions relating to assets or service; provision or acceptance of financial assistance through acceptance or provision of loans and guarantees, the use of assets as collateral and other such practices which result in the company or the party to the agreement being under the obligation to repay the other party for an amount from 3% of net tangible assets of the company or from Twenty Million Baht whichever is lower. The calculation of such obligation to debt is to be in accordance with the related transaction value calculation method as per the Announcement of the Equity Market Committee on the Related Transaction Criteria with exceptions. The said obligation to debt includes that which has materialized during the period of one year prior to the day of business relationship with the same individual.

(5) The person must not be, or has been, an auditor of the company, the parent company, the associates, the affiliates, the major shareholders or the entities with the authority to control the company. The person also must not be a significant shareholder, an individual with the authority to control or a partner of the audit office with which the auditor the company, the parent company, the associates, the affiliates, the major shareholders or the entities with the authority to control the company is associated. There is an exception in such case where he or she has retired from such a position for at least two years prior to the day on which he or she is appointed as an independent director.

(6) The person must not be, or has been, a provider of a professional service including the service as a legal consultant or a financial consultant for which greater than Two Million Baht of fee is paid per year by the company, the parent company, the associates, the affiliates, the major shareholders or the entities with the authority to control the company. The person also must not be a significant shareholder or an individual with the authority to control or a partner of such provider of professional service. There is an exception in such case where he or she has retired from such a position for at least two years prior to the day on which he or she is appointed as an independent director.

(7) The person must not be a director appointed to represent a director of the company, a major shareholder or a shareholder who is related to a major shareholder.

(8) The person must not be in a business of the same nature as and of significant competition to, that of the company or an associate. The person also must not be a significant partner in a partnership; a director who is involved with the management; a staff member; an employee; a consultant with a monthly wage; as well as, a shareholder who holds more than 1% of shares with voting rights of another company which is engaged in a business of the same nature as and of significant competition to that of the company or an associate.

(9) The person must not have any other characteristic which is an obstacle to the giving of free opinion on the operation of the company.

After having been appointed as an independent director following the qualifications specified under items (1) through (9) above, the independent director may be assigned by the Board of Directors to make decisions on the operation of the company, the parent company, the associates, the affiliates, the associates of the same level, the major shareholders or the entities with the authority to control the company in the manner of a collective decision.

All independent directors of the company were not engaged in business relationship or provided any professional service to the company, its parent company, subsidiary, affiliate or juristic person who may have conflicts of interest. Furthermore, they also did not serve as independent directors in its parent company, subsidiary, or same-level subsidiary.

The details of Audit Committee who are Independent Director and can be performed as Shareholder's proxy

1. **Name** Mr.Siripong Sombatsiri

Independent Director and Chairman of Audit Committee

Age 70 Years **Nationality** Thai

Address 111/12,Moo 7, Bang Kao, Cha-am, Phetchaburi, 76120

Company Shareholding - None -

Interest on each agenda The Conflict of interest in agenda No. 6 Appointment of directors to succeed.
Those retiring upon term completion due to the directors are retired on rotation and the retiring directors may be re-elected



2. **Name** Pol.MaJ.Gen.Panurat Meepien

Independent Director / Audit Committee

Age 78 Years **Nationality** Thai

Address 299/6 Soi Ladprao 41 Chankasem Chatuchak Bangkok 10130

Company Shareholding - None -

Interest on each agenda - None -



3. Name Mr.Sujarit Patchimnun

Independent Director / Audit Committee

Age 80 Years **Nationality** Thai

Address 250/35 Soi Ramkhamhaeng 112 Saphansung Bangkok 10250

Company Shareholding - None -

Interest on each agenda - None -



4. Name Mr.Thamrong Tritiprasert

Independent Director

Age 66 Years **Nationality** Thai

Address 27/3 Soi Bangkok-Greetha 8/16 Huamak

Bangkapi Bangkok 10250

Company Shareholding - None -

Interest on each agenda The Conflict of interest in agenda No. 6 Appointment of directors to succeed. Those retiring upon term completion due to the directors are retired on rotation and the retiring directors may be re-elected



The Articles of Association which related to General Meeting of Shareholders

of

PAN ASIA FOOTWEAR PUBLIC COMPANY LIMITED

The Closing Date of the Shareholders' Registration Book to Determine the Shareholders' Right to Attend the General Meeting of Shareholders.

Article 34 The Board of Directors shall summon a shareholder meeting as an annual general meeting of shareholders within four (4) months as from the last day of the fiscal year of the Company.

The shareholder meetings other than the said meeting shall be called extraordinary meetings.

The Board of Directors may summon an extraordinary meeting of shareholders any time as it deems appropriate. The shareholders holding shares amounting to not less than 10 percent of the total number of shares sold, may by subscribing their names, request the board of directors in writing to call extraordinary meeting at any time, but the reasons to call such meeting shall be clearly stated in such request. In this regard, the board of directors shall proceed to call a meeting of shareholders to be held within 45 days from the date of receiving written letter from shareholders.

In case of the board of directors fails to arrange the meeting within such period according to second paragraph, the shareholders who have subscribed their names or other shareholders holding the required aggregate number of shares may themselves call the meeting within 45 days as from the date of expiration of the period under third paragraph. In this case, the meeting is deemed to be shareholders meeting called by the board of directors and the company shall be responsible for necessary expenses which may be incurred as arrange the meeting and the company shall reasonably provide facilitation as well.

In case of the shareholders meeting to be called for meeting by shareholders as of fourth paragraph, and the number of shareholders attended the meeting is not met quorum as of article no. 37 and no. 38, the shareholder as fourth paragraph shall be responsible for expenses as may incurred in the course of convening such meeting.

Article 35 In summoning a shareholder meeting, the Board of Directors shall prepare a written notice summoning the meeting stating the place, date, time, agenda of the meeting with reasonable details by indicating clearly whether such matters are proposed for information, for approval or for consideration as the case may be including opinions of the Board of Directors with respect to the said matters and the said notice shall be served on the shareholders for their information not less than seven (7) days prior to the date of the meeting and shall also be published in a newspaper for three (3) consecutive days and not less than three (3) days prior to the date of the meeting.

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

Article 36 The Board of Directors shall send the documents required by law to the shareholders together with a notice summoning an annual general meeting.

Article 37 At a shareholder meeting, there must be not less than twenty-five (25) shareholders and proxies (if any) present or not less than half (1/2) of the total number of shareholders holding shares amounting to not less than one-third (1/3) of the total number of shares sold in order to form a quorum unless otherwise provided by law in any specific case.

Article 38 At any shareholder meeting, when one (1) hour has passed since the time specified for the meeting, the number of shareholders present at the meeting remains inadequate to form a quorum as specified in Article 37 and if such shareholders meeting was called at the request of the shareholders, such meeting shall be canceled. If such meeting was not called at the request of the shareholders, the meeting shall be summoned once again and the notice summoning such meeting shall be served on the shareholders not less than seven (7) days prior to the date of the meeting. In the subsequent meeting, a quorum is not required.

Article 39 The Chairman of the Board of Directors shall be the Chairman of the shareholder meeting. In case where the Chairman is not present at a meeting or cannot perform his or her duties, if there is a Vice-Chairman, the Vice-Chairman shall be the Chairman. If there is no such Vice-Chairman or if there is but such Vice-Chairman cannot perform his or her duties, the shareholders present at the meeting shall elect one shareholder to be the Chairman of the meeting.

Article 40 The Chairman of a shareholder meeting shall have the duty to conduct the meeting in compliance with the Articles of Association of the Company relating to the meeting. In this regard, the meeting shall be conducted in accordance with the sequence of the agenda specified in the notice summoning the meeting unless a resolution allowing a change in the sequence of the agenda is passed by the meeting with the votes of not less than two-third (2/3) of the number of shareholders present at the meeting.

Upon completion of consideration under paragraph one, the shareholders holding shares amounting to not less than one-third (1/3) of the total number of shares sold may request the meeting to consider the matters other than those specified in the notice summoning the meeting.

In case where the meeting has not finished the consideration of the matters according to the sequence as specified in the agenda under paragraph one or of the matters proposed by the shareholders under paragraph two as the case may be and the meeting is required to be adjourned, the meeting shall designate the place, date and time for the next meeting and the Board of Directors shall serve a notice summoning a meeting specifying the place, date, time and agenda to the shareholders not less than seven (7) days prior to the date of the meeting provided that such notice summoning the meeting shall also be published in a newspaper for three (3) consecutive days and not less than three (3) days prior to the date of the meeting.

Article 41 Every shareholder is entitled to attend a shareholder meeting held any time whatsoever.

Article 45 The affairs to be carried out by the annual general meeting are as follows:

1. Report of the operations of the Company in the previous year;
2. Approval of Balance Sheet and Statement of Income
3. Appropriation of profits;
4. Election of new directors to replace retiring directors;

5. Appointment of auditor and fixing of auditing fee;

6. Other matters.

Authorize proxy to attend the General Meeting of Shareholder and Shareholder rights to vote.

Article 42 The shareholders may authorize other persons as proxies to attend and vote at a meeting on their behalf and the proxies must submit the instrument appointing the proxy to the Chairman or a person designed by the Chairman of the Board at the place of the meeting before attending such meeting. The instrument appointment the proxy shall be executed in accordance with the form specified by the Registrar under the law on public limited companies.

Article 43 Any shareholder having special interests in any matter to be resolved by the meeting shall not be entitled to vote on such matter, except for the votes on the election of the directors. If there is a tie vote, the Chairman of the meeting shall have a casting vote.

Article 44 In casting a vote, one share is equal to one vote.

A resolution of the shareholder meeting shall consist of the following votes.

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

Dividend Payment

Article 56 No dividend shall be distributed other than out of the profits. In case where the Company still has an accumulated loss, no dividend shall be distributed.

Article 57 Dividends shall be distributed according to the number of shares at an equal amount each.

Distribution of the dividends shall be made within one (1) month as from the date of resolution of shareholder meeting or the meeting of the Board of Directors as the case may be provided that notice thereof in writing shall be served on the shareholders and such notice shall also be published in a newspaper for three (3) consecutive days.

Article 58 The Board of Directors may distribute the interim dividends to the shareholders from time to time if the Board regards that the profits of the Company justify such distribution. Such distribution of the dividends shall be reported to the shareholders at the next shareholder meeting.

Article 59 The Company must appropriate to a reserve fund at least one-twentieth (1/20) of the annual net profits less accumulated loss carried over until the reserve fund reaches one-tenth (1/10) of the registered capital of the Company.

Upon the approval of the shareholders meeting, the Company may transfer other reserve funds, legal reserve fund and share premium reserve fund respectively to compensate for the accumulated loss of the Company.

Qualification, Election and Term Expiration of Directors.

Article 19 The Company shall have a Board of Directors comprising not less than five (5) directors and not less than half of whom shall have residence in the Kingdom.

The Board of Directors shall select one director to be the Chairman of the Board. In case where the Board of Directors deems it appropriate, the Board of Directors may elect one or several directors to be the Vice-Chairman of the Board. The Vice-Chairman shall have the duties pursuant hereto with respect to affairs assigned by the Chairman. Two directors shall jointly affix their signatures together with the seal of the Company in order to be binding on the Company.

The Board of Directors may designate the names of the directors who have the power to affix their signatures together with the seal of the Company to be binding on the Company.

Article 20 The directors shall be natural persons and shall

1. be sui juris ;
2. not be bankrupt, incompetent or quasi-incompetent;
3. have never been imprisoned on the final judgement of a court for an offense related to property committed with dishonest intent;
4. have never been dismissed or removed from government service or a government organization or government agency in punishment for dishonesty in performing their duties.

Article 21 The directors shall be elected at the shareholder meeting in accordance with the following rules and procedures.

1. A shareholder shall have one vote for one share;
2. Each shareholder must exercise all of the votes he or she has under paragraph one to elect one or several persons to be a director or directors and must not allot his or her vote to any person in any number;
3. The persons having the highest number of votes to the lower number of votes in order shall be elected as the directors equal to the number of directors to be elected by the shareholder meeting in such election. In case where the number of votes for the candidates in descending order are equal which would otherwise cause the number of directors to be elected by the shareholder meeting to be exceeded in such election, the Chairman shall have

a casting vote.

Article 22 At every annual general meeting, one-third (1/3) of the directors shall retire from office. If the number of directors cannot be divided into three (3) parts, the nearest to such one-third (1/3) of the directors shall retire from office.

The retirement of directors in the first and second years after registration of the Company shall be effected by drawing lots. In the subsequent years, the directors who has held office the longest shall retire.

A director who retires from office may be re-elected.

Article 31 No director shall engage in a business which has the same nature as and in competition with that of the Company or become a partner in an ordinary partnership or a partner of unlimited liability in a limited partnership or a director of a private company or other companies engaged in a business which has the same nature as and is in competition with that of the Company regardless as to whether such a business in undertaken for his or her or other persons' benefits unless he or her had notified the shareholder meeting thereof prior to the resolution for his or her appointment was passed.

Remuneration of the Board Directors.

Article 33 No payment or other property shall be made or given by the Company to a director except a remuneration as usually paid to him or her as a director of the Company such as salary, meeting allowance, per diem, premium, pension, subsidy, reward, medical expenses, fuel and transportation expenses.

The preceding paragraph shall not include such compensation or welfare given to the directors as a staff or employee of the Company.

Qualification/Appointment of the Auditor, Determination the Remuneration of an Auditor and Attendance The General Meeting of Shareholders.

Article 50 An auditor shall not be a director, staff member, employee or a person holding any office or having any duty in the Company.

Article 51 An auditor shall be elected annually by the general shareholder meeting. A retiring auditor may be re-elected.

Article 52 A remuneration of an auditor shall be determined by a shareholder meeting.

Article 55 An auditor has the duty to attend every shareholder meeting of the Company in which the balance sheet and statement of income and issues relating to the accounts of the Company are considered in order to clarify the auditing to the shareholders. The Company shall also submit to the auditor such reports and documents of the Company as to be obtained by the shareholders in every shareholder meeting.

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Remarks: This English translation does not carry any legal authority. Only the original text in Thai has legal force.

(Translation)

Documents and evidence that the attendance must present before attending the meeting and regulation for the meeting.

The registration of the Annual General Meeting of Shareholders No.47 of Pan Asia Footwear Public Company Limited will process with barcode system. For your convenience in registration, shareholders and authorized persons who will attend the meeting, please bring the Registration Form with barcode on the meeting day.

1. Documents of the attended person present before attend the meeting.For General person

- (1) The shareholder who will attend the meeting by himself/herself is required to present an I.D. Card or Government Officer Card or Passport to the officer for registration of attendance.
- (2) The shareholders have appointed an authorized person to attend the meeting,
 - (2.1) please use the Proxy Form in printed form attached with the Notice of the meeting or the printed form specified by the Ministry of Commerce Form A, or Form B and duly execute only one of two Proxy Forms, alternatively you may download from the company's website (www.panasiafootwear.com) and shall completely fill and sign of Grantor and Proxy.
 - (2.2) The proxy is required to present I.D. Card or Government Officer Card or Passport to the officer for registration of attendance.

In case of juristic personThe shareholders have appointed an authorized person to attend the meeting,

- (1) please use the Proxy Form in a printed form attached with the Notice of the meeting or the printed form specified by the Ministry of Commerce Form A or Form B and duly execute only one of two Proxy Forms, alternatively you may download from the company's website (www.panasiafootwear.com) and shall completely fill and sign of Grantor and Proxy. The Grantor shall sign by the authorized person to act for the juristic person and affix with the seal of the company (if any).
- (2) The proxy is required to present I.D. Card or Government Officer Card or Passport to the officer for registration of attendance.

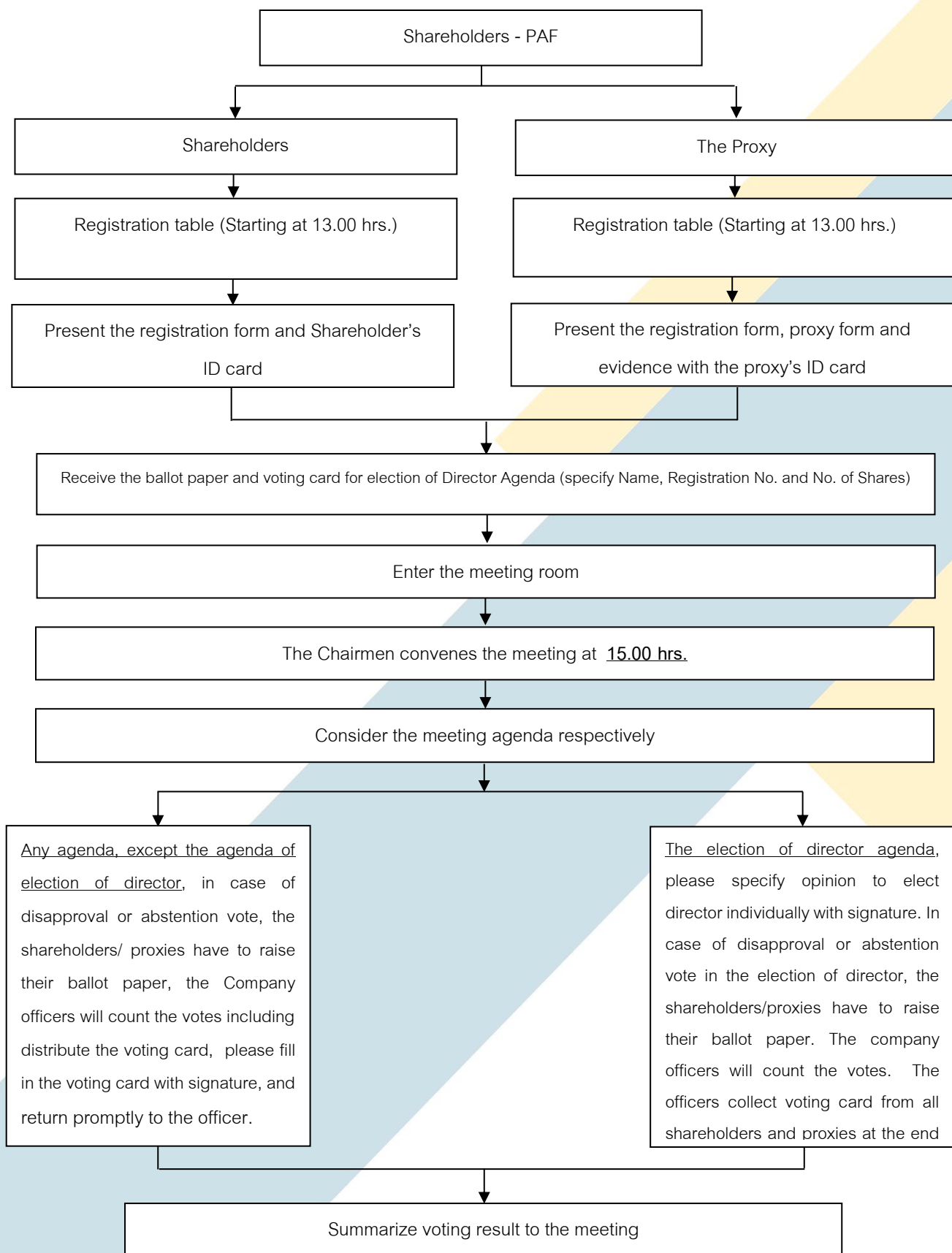
The shareholders are the foreign investors and appoint the custodian in Thailand to keep and safeguard the sharesIf the shareholders have appointed an authorized person to attend the meeting,

- (1) please use the Proxy Form in a printed form attached with the Notice of the meeting or the printed form specified by the Ministry of Commerce Form A, Form B or Form C and duly execute only one of three Proxy Forms, alternatively you may download from the company's website (www.panasiafootwear.com) and shall completely fill and sign of Grantor and Proxy. The Grantor shall sign by authorized person to act for the custodian. The evidences attached with Proxy Form are as follows:
 - (1.1) The power of attorney from shareholders assigned to custodian to sign in the Proxy Form.
 - (1.2) The Confirm Letter to show that the person who signs in the Proxy Form get the consent to do the custodian business.
- (2) The proxy is required to present I.D. Card or Government Officer Card or Passport to the officer for registration of attendance.

2. The regulations for the meeting

- 2.1 In the General Meeting of Shareholders, the shareholders have the rights to ask and recommend in every agenda.
- 2.2 Casting vote in every agenda is opened.
- 2.3 Casting vote is 1 share for 1 vote.

**The process of Registration for the General Meeting of Shareholders No. 47th
Pan Asia Footwear Public Company Limited
on Tuesday, April 29th 2025**



Requirement Form of the Annual Report (Printed Form)

To Shareholders

Pan Asia Footwear Public Company Limited would like to inform that shareholders who intend to receive the Annual Report 2024 in printed form, please fill the details below and send back to the company with contact name: Mrs. Parichart Phobang, 507/2 Moo 11, Nongkharm, Sriracha, Chonburi 20230 Tel. 038-480020 or E-mail parichart.p@paf-group.com The Company will send such report to you soon.

I (elaborate handwriting).....

Address.....

.....

.....

Name of Contact Person.....

Telephone No.....

Fax. No.....

Email Address.....

หนังสือมอบฉันทะ (แบบ ข.)

Proxy (Form B.)

เขียนที่.....

Written at

วันที่เดือน พ.ศ.

Date Month Year

(1) ข้าพเจ้า.....สัญชาติ.....

I/We

Nationality

อยู่บ้านเลขที่.....ถนน.....ตำบล/แขวง.....

with address at Road Sub-District

อำเภอ/เขต.....จังหวัด.....รหัสไปรษณีย์.....

District Province Postal Code

(2) เป็นผู้ถือหุ้นของ บริษัท แพนเอเชียฟุตแวร์ จำกัด (มหาชน)

being a shareholder of **PAN ASIA FOOTWEAR PUBLIC COMPANY LIMITED**

โดยถือหุ้นจำนวนทั้งสิ้นรวม.....หุ้น และออกเสียงลงคะแนนได้เท่ากับ.....เสียง ดังนี้

holding the total amount of shares with the voting rights of votes as follows;

หุ้นสามัญ.....หุ้น ออกเสียงลงคะแนนได้เท่ากับ.....เสียง

ordinary share shares with the voting rights of votes

หุ้นบุริมสิทธิ.....หุ้น ออกเสียงลงคะแนนได้เท่ากับ.....เสียง

preferred share shares with the voting rights of votes

(3) ขอมอบฉันทะให้

Hereby appoint

().....อายุ.....ปี

Age Years

อยู่บ้านเลขที่.....ถนน.....ตำบล/แขวง.....

with address at Road Sub-District

อำเภอ/เขต.....จังหวัด.....รหัสไปรษณีย์.....หรือ District

Province Postal Code or

() อายุปี
Age Years

อยู่บ้านเลขที่.....ถนน ตำบล/แขวง.....
with address at Road Sub-District

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

() **นายศิริพงษ์ สมบัติศิริ** อายุปี
Mr. Siripong Sombatsiri Age 70 Years

อยู่บ้านเลขที่ **111/12 หมู่ที่ 7** ถนน ตำบล/แขวง.....
with address at **111/12 Moo 7** Road - Sub-District **บางเก่า**

อำเภอ/เขต **ชะอำ** จังหวัด **เพชรบุรี** รหัสไปรษณีย์ **76120**
District **Cha-am** Province **Phetchaburi** Postal Code **76120**

() **พลตำรวจตรี ภาณุรัตน์ มีเพียร** อายุปี
Pol.MaJ.Gen.Panurat Meepien Age 78 Years

อยู่บ้านเลขที่ **299/6 ซอยลาดพร้าว 41** ถนน ตำบล/แขวง.....
with address at **299/6 Soi Ladprao 41** Road - Sub-District **จันทน์เกษม**

อำเภอ/เขต **จตุจักร** จังหวัด **กรุงเทพฯ** รหัสไปรษณีย์ **10130**
District **Chatuchak** Province **Bangkok** Postal Code **10130**

() **นายสุจริต ปัจฉิมพันธ์** อายุปี
Mr.Sujarit Patchimnun Age 80 Years

อยู่บ้านเลขที่ **250/35 ซอยรามคำแหง 112** ถนน ตำบล/แขวง.....
with address at **250/35 Soi Ramkhamhaeng 112** Road - Sub-District **สะพานสูง**

อำเภอ/เขต **สะพานสูง** จังหวัด **กรุงเทพฯ** รหัสไปรษณีย์ **10250**
District **Saphansung** Province **Bangkok** Postal Code **10250**

() **นายธำรง ติติประเสริฐ** อายุปี
Mr.Thamrong Tritiprasert Age 67 Years

อยู่บ้านเลขที่ **27/3 ซ.กรุงเทพกรีฑา 8 แยก 16** ถนน ตำบล/แขวง.....
with address at **27/3 Soi.Bangkok Greetha 8 /16** Road Sub-District **หัวหมาก**

อำเภอ/เขต **บางกะปิ** จังหวัด **กรุงเทพ** รหัสไปรษณีย์ **10250**
District **Bangkapi** Province **Bangkok** Postal Code **10250**

คนหนึ่งคนเดียวเพียงคนเดียวเป็นผู้แทนของข้าพเจ้าเพื่อเข้าประชุมและออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมผู้ถือหุ้น / การประชุมผู้ถือหุ้นสามัญ / วิชาสามัญ ครั้งที่ 47 ในวันอังคารที่ 29 เมษายน 2568 เวลา 15.00 น. ณ ห้องมหานที อาคารคิงบริดจ์ ทาวเวอร์ เลขที่ 989 ถนนพระราม 3 แขวงบางโพงพาง เขตยานนาวา กรุงเทพมหานคร 10120 หรือที่จะพึงเลื่อนไปในวัน เวลา และสถานที่อื่นด้วย

as only one of my / our proxy to attend and vote on my / our behalf at the Share Subscription Meeting / the General / the Extraordinary Meeting of Shareholders No.47 will be held on Tuesday, April 29, 2025 at 3.00 p.m. at Mahanatee Auditorium, KingBridge Tower No. 989 Rama 3 Road, Bangpongpan, Yannawa, Bangkok 10120 or at any adjournment thereof.

(4) ข้าพเจ้าขอมอบฉันทะให้ผู้รับมอบฉันทะออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมครั้งนี้ ดังนี้

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

วาระที่ 1 พิจารณารับรองรายงานการประชุมสามัญผู้ถือหุ้นครั้งที่ 46 เมื่อวันที่ 23 เมษายน 2567

Agenda 1 To certify the minutes of the Annual General Meeting of Shareholders No.46 on April 23, 2024

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(A) The Proxy is entitled to cast the votes on my / our behalf at its own discretion.

(ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้าดังนี้

(B) The Proxy must cast the votes in accordance with my / our following instruction:

เห็นด้วย

ไม่เห็นด้วย

งดออกเสียง

Approve

Disapprove

Abstain

วาระที่ 2 รับทราบรายงานของคณะกรรมการบริษัทในรอบปีที่ผ่านมา

Agenda 2 To acknowledge the Report of the Board of Directors for the previous year.

วาระที่ 3 พิจารณานุมัติงบการเงิน สิ้นสุด ณ วันที่ 31 ธันวาคม 2567

Agenda 3 To approve the Financial Statements as at December 31, 2024

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(A) The Proxy is entitled to cast the votes on my / our behalf at its own discretion.

(ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้าดังนี้

(B) The Proxy must cast the votes in accordance with my / our following instruction:

เห็นด้วย

ไม่เห็นด้วย

งดออกเสียง

Approve

Disapprove

Abstain

วาระที่ 4 พิจารณานุมัติการจัดสรรกำไรเพื่อเป็นทุนสำรองตามกฎหมายและงดจ่ายเงินปันผล

Agenda 4 To approve the appropriation of profit and no dividend payment

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(A) The Proxy is entitled to cast the votes on my / our behalf at its own discretion.

(ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้าดังนี้

(B) The Proxy must cast the votes in accordance with my / our following instruction:

เห็นด้วย

ไม่เห็นด้วย

งดออกเสียง

Approve

Disapprove

Abstain

วาระที่ 5 พิจารณานุมัติจัดสรรวงเงินค้ำประกันบริษัทย่อยที่มีความสัมพันธ์ทางธุรกิจ

Agenda 5 To consider and approve the allocation of guarantee limits for subsidiaries who have business relationships

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(A) The Proxy is entitled to cast the votes on my / our behalf at its own discretion.

(ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้าดังนี้

(B) The Proxy must cast the votes in accordance with my / our following instruction:

เห็นด้วย

ไม่เห็นด้วย

งดออกเสียง

Approve

Disapprove

Abstain

วาระที่ 6 พิจารณาเลือกตั้งกรรมการแทนกรรมการที่ต้องออกตามวาระ

Agenda 6 To consider the election of directors in replacement of those who are retired by rotation

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(A) The Proxy is entitled to cast the votes on my / our behalf at its own discretion.

(ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้าดังนี้

(B) The Proxy must cast the votes in accordance with my / our following instruction:

การเลือกตั้งกรรมการทั้งชุด

To elect directors as a whole

เห็นด้วย

ไม่เห็นด้วย

งดออกเสียง

Approve

Disapprove

Abstain

การเลือกตั้งกรรมการเป็นรายบุคคล

To elect each director individually

ชื่อกรรมการ

นายบุญเกียรติ โชควัฒนา

Name of Director

Mr. Boonkiet Chokwatana

เห็นด้วย

ไม่เห็นด้วย

งดออกเสียง

Approve

Disapprove

Abstain

ชื่อกรรมการ

นายศิริพงษ์ สมบัติศิริ

Name of Director

Mr. Siripong Sombutsiri

เห็นด้วย

ไม่เห็นด้วย

งดออกเสียง

Approve

Disapprove

Abstain

ชื่อกรรมการ

นายธำรง ธิติประเสริฐ

Name of Director

Mr.Thamrong Tritiprasert

เห็นด้วย

ไม่เห็นด้วย

งดออกเสียง

Approve

Disapprove

Abstain

วาระที่ 7 พิจารณากำหนดค่าตอบแทนคณะกรรมการบริษัท

Agenda 7 To consider the Board of Director's remuneration.

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(A) The Proxy is entitled to cast the votes on my / our behalf at its own discretion.
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้าดังนี้
(B) The Proxy must cast the votes in accordance with my / our following instruction:

เห็นด้วย

ไม่เห็นด้วย

งดออกเสียง

Approve

Disapprove

Abstain

วาระที่ 8 พิจารณาแต่งตั้งผู้สอบบัญชีและกำหนดจำนวนเงินค่าสอบบัญชี

Agenda 8 To appoint the Company's auditor and to consider the auditors fees.

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(A) The Proxy is entitled to cast the votes on my / our behalf at its own discretion.
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้าดังนี้
(B) The Proxy must cast the votes in accordance with my / our following instruction:

เห็นด้วย

ไม่เห็นด้วย

งดออกเสียง

Approve

Disapprove

Abstain

วาระที่ 9 พิจารณาเรื่องอื่น ๆ (ถ้ามี)

Agenda 9 Other business (If any)

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(A) The Proxy is entitled to cast the votes on my / our behalf at its own discretion.
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้าดังนี้
(B) The Proxy must cast the votes in accordance with my / our following instruction:

เห็นด้วย

ไม่เห็นด้วย

งดออกเสียง

Approve

Disapprove

Abstain

(5) การลงคะแนนเสียงของผู้รับมอบฉันทะในวาระใดที่ไม่เป็นไปตามที่ระบุไว้ในหนังสือมอบฉันทะนี้ให้ถือว่าการลงคะแนนเสียงนั้นไม่ถูกต้อง และไม่ใช้เป็น การลงคะแนนเสียงของข้าพเจ้าในฐานะผู้ถือหุ้น

Vote of the Proxy in any Agenda which is not in accordance with this Form of Proxy shall be invalid and shall not be the vote of the Shareholder.

(6) ในกรณีที่ข้าพเจ้าไม่ได้ระบุความประสงค์ในการออกเสียงลงคะแนนในวาระใดไว้ หรือระบุไว้ไม่ชัดเจน หรือในกรณีที่ที่ประชุมมีการพิจารณาหรือลงมติในเรื่องใดนอกเหนือจากเรื่องที่ระบุไว้ข้างต้น รวมถึงกรณีที่มีการแก้ไขเปลี่ยนแปลงหรือเพิ่มเติมข้อเท็จจริงประการใด ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

In case I do not specify the authorization or the authorization is unclear, or if the meeting considers or resolves any matter other than those stated above, or if there is any change or amendment to any fact, the Proxy shall be authorized to consider and vote the matter on my / our behalf as the Proxy deems appropriate.

กิจการใดที่ผู้รับมอบฉันทะได้กระทำไปในการประชุม เว้นแต่กรณี que ผู้รับมอบฉันทะไม่ออกเสียงตามที่ข้าพเจ้าระบุในหนังสือมอบฉันทะให้ถือเสมือนว่าข้าพเจ้าได้กระทำเองทุกประการ

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

อากรแสตมป์ Duty Stamp 20 บาท 20 Baht	ลงชื่อ/Signed..... ผู้มอบฉันทะ/Shareholder (.....)
	ลงชื่อ/Signed..... ผู้รับมอบฉันทะ/Proxy (.....)
	ลงชื่อ/Signed..... ผู้รับมอบฉันทะ/Proxy (.....)
	ลงชื่อ/Signed..... ผู้รับมอบฉันทะ/Proxy (.....)

หมายเหตุ / Remark

- ผู้ถือหุ้นที่มอบฉันทะจะต้องมอบฉันทะให้ผู้รับมอบฉันทะเพียงรายเดียวเป็นผู้เข้าประชุมและออกเสียงลงคะแนนไม่ สามารถแบ่งแยกจำนวนหุ้นให้ผู้รับมอบฉันทะหลายคนเพื่อแยกการลงคะแนนเสียงได้
 The Shareholder appointing the Proxy must authorize only one proxy to attend and vote at the meeting and shall not allocate the number of shares to several proxies to vote separately.
- วาระเลือกตั้งกรรมการสามารถเลือกตั้งกรรมการทั้งชุดหรือเลือกตั้งกรรมการเป็นรายบุคคล
 In the agenda relating the election of Directors, it is applicable to elect either nominated directors as a whole or elect each nominated director individually.
- ในกรณีที่มิวาระที่จะพิจารณาในการประชุมมากกว่าวาระที่ระบุไว้ข้างต้น ผู้มอบฉันทะสามารถระบุเพิ่มเติมได้ในใบประจำต่อแบบหนังสือมอบฉันทะแบบ ข. ตามแนบ

In case there are agenda other than the agenda specified above, the additional statement can be specified by the Shareholder in the Regular Continued Proxy Form B as enclosed.

ใบประจำต่อแบบหนังสือมอบฉันทะ แบบ ข.

REGULAR CONTINUED PROXY FORM B

การมอบฉันทะในฐานะเป็นผู้ถือหุ้นของ บริษัท แพนเอเชียฟุตแวร์ จำกัด (มหาชน)

Authorization on behalf of the Shareholder of PAN ASIA FOOTWEAR PUBLIC COMPANY LIMITED

ในกรณีประชุมผู้ถือหุ้น / การประชุมผู้ถือหุ้นสามัญ / วิสามัญ ครั้งที่ 47 ในวันอังคารที่ 29 เมษายน 2568 เวลา 15.00 น. ณ ห้องมหานที อาคารคิงบริดจ์ ทาวเวอร์ เลขที่ 989 ถนนพระราม 3 แขวงบางโพงพาง เขตยานนาวา กรุงเทพมหานคร 10120 หรือที่ จะพึงเลื่อนไปในวัน เวลา และสถานที่อื่นด้วย

For the ~~Share Subscription Meeting~~/ the General / the ~~Extraordinary~~ Meeting of Shareholders No.47 will be held on Tuesday, April 29, 2025 at 3.00 p.m. at Mahanatee Auditorium, KingBridge Tower No. 989 Rama 3 Road, Bangpongpan, Yannawa, Bangkok 10120 or at any adjournment thereof.

.....

วาระที่ เรื่อง

Agenda No. Subject

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(A) The Proxy is entitled to cast the votes on my / our behalf at its own discretion.

(ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้าดังนี้

(B) The Proxy must cast the votes in accordance with my / our following instruction:

เห็นด้วย

ไม่เห็นด้วย

งดออกเสียง

Approve

Disapprove

Abstain

วาระที่ เรื่อง

Agenda No. Subject

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(A) The Proxy is entitled to cast the votes on my / our behalf at its own discretion.

(ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้าดังนี้

(B) The Proxy must cast the votes in accordance with my / our following instruction:

เห็นด้วย

ไม่เห็นด้วย

งดออกเสียง

Approve

Disapprove

Abstain

วาระที่ เรื่อง

Agenda No. Subject

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วาระที่ เรื่องเลือกตั้งกรรมการ (ต่อ)

Agenda No. Election of Directors (continued)

ชื่อกรรมการ

Name of Director

เห็นด้วย ไม่เห็นด้วย งดออกเสียง
 Approve Disapprove Abstain

ชื่อกรรมการ

Name of Director

เห็นด้วย ไม่เห็นด้วย งดออกเสียง
 Approve Disapprove Abstain

ชื่อกรรมการ

Name of Director

เห็นด้วย ไม่เห็นด้วย งดออกเสียง
 Approve Disapprove Abstain

วาระที่ เรื่อง

Agenda No. Subject

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วาระที่ เรื่อง

Agenda No. Subject

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QR Code Downloading Procedures for supporting documents for the 2025 Annual General Meeting of Shareholders

The Thailand Securities Depository Co., Ltd., as a securities registrar under the Stock Exchange of Thailand, has developed a system which allows SET Listed Companies to send to the Notice of General Meeting of shareholders, Annual Report in electronic form accessible through QR Code to shareholders, thus allows the shareholders to conveniently and quickly access the information.

The aforementioned documents could be downloaded from the QR Code (as shown in Attachment 2) by following the steps below.

For iOS System

1. Turn on the mobile camera.
2. Turn the mobile camera to the QR Code to scan it.
3. The notification will appear on top of the screen. Click on the notification to access documents regarding the meeting.

Remark : If the notification does not appear on the mobile phone, the QR Code can be scanned with other applications such as QR CODE READER, Facebook or Line.

For Android System

1. Open applications such as QR CODE READER, Facebook or Line.

How to scan the QR Code with Line application

- Open Line application and click on "Add friend"
- Choose "QR Code"
- Scan the QR Code

2. Scan the QR Code to access documents regarding the meeting.

Protection of Personal Information (Privacy Notice)

Pan Asia Public Company Limited (“Company”) recognizes the importance of protecting personal information, and respect your privacy rights as the owner of personal data. And in order to comply with the Personal Data Protection Act B.E. 2562, we would like to clarify the personal data protection practices. As well as preventing the use of your information other than the stated purposes without permission. This is in accordance with the Company's privacy protection policy.

1. Personal data collected and purpose of processing

The company will collect personal information. name-surname, address, telephone number, ID card number Shareholder registration number, number of shares, motion picture recording data from the video recording of the event including health information For the benefit of public health and prevention of the spread of dangerous communicable diseases throughout the meeting to perform duties as required by law It will be used for the following purposes.

- ☛ Shareholders Meeting

- ☛ Submission of the annual report (Form 56-1 One Report) and/or supporting documents for the Annual General Meeting of Shareholders as requested by the shareholders.

- ☛ Disclosure of your information as a shareholder to agencies as required by law, for example, to be used as evidence for the preparation of the minutes of the general meeting of shareholders.

including any personal data that appears in the copy of your ID card during registration provided to the company Participate in the annual shareholders' meeting which the Company It is necessary to collect for the performance or exercise of legal rights. Including to confirm your identity in exercising the right to attend the shareholders' meeting according to the law.

2. Retention of personal information and storage period

The company will keep your personal information for as long as the information is needed. to follow the above objectives Including the need to retain personal information for compliance exercise of legal claims.

3. Your rights as a data subject

Data subjects have legal rights under the Personal Data Protection Act B.E. 2562, including the right to request access and obtain a copy of personal data The right to request disclosure of the acquisition of personal data without

consent, the right to request rectification of personal data. Data transfer rights The right to withhold the use, erasure, destruction or objection to the processing of personal data held by the Company. collected for use other than the stated purposes and the right to withdraw the consent given to the Company Throughout the period that the company Keep personal information. In exercising such rights Must comply with the law and the company may refuse to exercise your rights as required by law.



Pan Asia Footwear Public Company Limited

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