



**INVITATION TO THE JOINT SHAREHOLDERS' MEETING BETWEEN  
SHAREHOLDERS OF HITACHI CHEMICAL STORAGE BATTERY (THAILAND)  
PUBLIC COMPANY LIMITED AND SHAREHOLDERS OF HITACHI CHEMICAL  
GATEWAY BATTERY (THAILAND) COMPANY LIMITED**

**ON WEDNESDAY 30 SEPTEMBER 2020 AT 10 A.M.,**

AT THE MEETING ROOM OF THE COMPANY, 387 MOO 4, SOI PATANA 3, SUKHUMVIT ROAD,  
BANGPOO INDUSTRIAL ESTATE, PRAEKASA, MUANG, SAMUTPRAKARN





**Guidelines for shareholders to attend the joint shareholders' meeting between shareholders of Hitachi Chemical Storage Battery (Thailand) Public Company Limited and shareholders of Hitachi Chemical Gateway Battery (Thailand) Company Limited to consider the significant matters of the new company formed as a result of the amalgamation to prevent the spread of new type of coronavirus disease 2019 (COVID-19)**

Company requests your cooperation to grant your proxy to another person or the independent director of Company to attend the meeting in case any of the statements below should apply to you:

1. Shareholders who travelled to/ returned from high-risk countries stated below within 14 days before the date of the Annual General Meeting of Shareholders:
  - China (including Macau and Hong Kong), South Korea, Italy, Iran, France, Spain, U.S.A., Switzerland, Norway, Japan, Denmark, Netherlands, Sweden, Great Britain, Germany, and other countries as the Department of Disease Control, Ministry of Public Health declare to be an additional risk country
2. Shareholders who have had one of the symptoms of COVID-19 including, but not limited to, fever exceeding 37.5C, cough, sore throat, sneezing and runny nose within 14 days before the date of the Annual General Shareholders Meeting
3. Shareholders who have had close contact with someone who have travelled to/ returned from high-risk countries stated in Statement No.1 above within 14 days before the date of the Annual General Shareholders Meeting

Shareholders to whom none of the statements above should not apply are requested your cooperation to practice as follows:

1. Company will provide the screening of the shareholders by taking the temperature and ask the shareholders to indicate if they have fever or respiratory symptoms before attending the meeting. Company will also provide the shareholders handwashing point or alcohol gel in front of the registration.
2. Shareholders are requested to prepare your own hygienic mask and wear it all the time during the meeting for safety of your own and all of participants.
3. All staff of Company will wear masks all the time during the meeting.



16 September 2020

- Subject : Invitation to the joint shareholders' meeting between shareholders of Hitachi Chemical Storage Battery (Thailand) Public Company Limited and shareholders of Hitachi Chemical Gateway Battery (Thailand) Company Limited to consider the significant matters of the new company formed as a result of the amalgamation
- To : Shareholders of Hitachi Chemical Storage Battery (Thailand) Public Company Limited
- Enclosures : 1. Draft Objectives of the New Company  
2. Draft Memorandum of Association of the New Company  
3. Draft Articles of Association of the New Company  
4. Profiles of the Persons Nominated to be the Directors of the New Company  
5. The Company's Articles of Association with regard to the shareholders' meeting  
6. Documents or evidence required to identify the right to attend the meeting  
7. Information of the independent directors proposed by the Company as proxies of shareholders  
8. Proxy Forms (Form A, Form B and Form C)  
9. Map of the place of the joint shareholders' meeting

Pursuant to the resolution passed by the Board of Directors Meeting of Hitachi Chemical Storage Battery (Thailand) Public Company Limited (the "**Company**") No. 8/2020 held on 21 August 2020, the joint shareholders' meeting between shareholders of the Company and shareholders of Hitachi Chemical Gateway Battery (Thailand) Company Limited ("**HCGB**") (the "**Joint Shareholders' Meeting**") is hereby called to be convened to consider significant matters of the new company (the "**New Company**") formed as a result of the amalgamation between the Company and HCGB (the "**Amalgamation**") on Wednesday 30 September 2020 at 10 a.m., at the meeting room of the Company, 387 Moo 4, Soi Patana 3, Sukhumvit Road, Bangpoo Industrial Estate, Praekasa, Muang, Samutprakarn, to consider the matters in accordance with the following agenda items:

**Agenda 1**                      **To consider the name of the New Company**

**Background Information:**

According to the Section 148 of the Public Limited Company Act B.E. 2535 (1992) (as amended) (the "**PLC Act**") which prescribes that a joint shareholders' meeting of the companies to be amalgamated shall be called to consider the name of the new company, in this regard, it is deemed appropriate to propose to the Joint Shareholders' Meeting to consider and approve the name of the New Company as follows:

Thai name: "บริษัท ไทย เอ็นเนอร์จี้ สโตร์ เทคโนโลยี จำกัด (มหาชน)"

English name: "Thai Energy Storage Technology Public Company Limited"

Symbol on the Stock Exchange of Thailand (the “SET”): “3K-BAT”

The mentioned name has already been reserved with the Department of Business Development, Ministry of Commerce.

**Opinion of the Board of Directors:**

The Board of Directors deems appropriate to propose to the Joint Shareholders’ Meeting to consider and approve the name of the New Company as follows:

Thai name: “บริษัท ไทย เอ็นเนอร์จี สโตร์จ เทคโนโลยี จำกัด (มหาชน)”

English name: “Thai Energy Storage Technology Public Company Limited”

**Remark:**

The resolution for this agenda shall be adopted by a majority vote of the shareholders attending the meeting.

**Agenda 2**

**To consider the objectives of the New Company**

**Background Information:**

According to the Section 148 of the PLC Act which prescribes that a joint shareholders’ meeting of the companies to be amalgamated shall be called to consider the objectives of the new company, in this regard, it is deemed appropriate to propose to the Joint Shareholders’ Meeting to consider and approve the objectives of the New Company which shall comprise of 61 clauses with the details as appeared on the draft objectives of the New Company which was delivered to the shareholders together with the invitation as **Enclosure 1**.

Moreover, to facilitate the registration of the objectives of the New Company, it was deemed appropriate to propose the Joint Shareholders’ Meeting to approve the appointment of Mr. Toshinori Osumi and/or any persons appointed by Mr. Toshinori Osumi to be authorized to sign the application or other documents in connection with the registration of the objectives of the New Company and to file the application with the Department of Business Development, Ministry of Commerce, to amend, modify or change the application and/or the objectives and other relevant documents or take any acts to comply with the suggestion or instruction of the registrar or the officer and take any acts necessary and relevant to the foregoing as deemed appropriate.

**Opinion of the Board of Directors:**

The Board of Directors deems appropriate to propose to the Joint Shareholders’ Meeting to consider and approve the objectives of the New Company with the details as appeared on the draft objectives of the New Company including the relevant authorization with the details as proposed in all respects.

**Remark:**

The resolution for this agenda shall be adopted by a majority vote of the shareholders attending the meeting.

**Agenda 3**

**To consider the amount of the registered capital, number of shares, par value and paid-up capital of the New Company**

**Background Information:**

According to the Section 148 of the PLC Act which prescribes that a joint shareholders’ meeting of the companies to be amalgamated shall be called to consider the capital of the new company which shall not be less than the sum of the paid-up capital of all companies to be amalgamated, in this regard, the paid-up capital of the Company and HCGB are as follows:

- (1) the Company’s paid-up capital: THB 200,000,000
- (2) HCGB’s paid-up capital: THB 584,000,000

As a result, the registered capital of the New Company shall be as follows:

Registered capital	THB 784,000,000
Number of ordinary shares	78,400,000 shares
Par value	THB 10 per share
Paid-up capital	THB 784,000,000

The paid-up capital of the New Company is equal to the sum of the paid-up capital of the Company and HCGB.

**Opinion of the Board of Directors:**

The Board of Directors deems appropriate to propose to the Joint Shareholders' Meeting to consider and approve the registered capital, number of shares, par value and paid-up capital of the New Company with the details as proposed in all respects.

**Remark:**

The resolution for this agenda shall be adopted by a majority vote of the shareholders attending the meeting.

**Agenda 4**

**To consider the allotment of shares of the New Company**

**Background Information:**

According to the Section 148 of the PLC Act which prescribes that a joint shareholders' meeting of the companies to be amalgamated shall be called to consider the allotment of shares of the new company to the shareholders, in this regard, the allotment of shares of the New Company to the shareholders of the Company and HCGB will be in accordance with the ratio approved by the resolution of the Extraordinary General Meeting of Shareholders No. 1/2020 of the Company and the resolution of the Extraordinary General Meeting of Shareholders No. 2/2020 of HCGB. The number of the New Company's shares to be allocated to the shareholders of the Company and HCGB will be the total issued ordinary shares which is equal to the sum of the paid-up capital of both companies (78,400,000 shares), with a par value of THB 10 per share. The share allotment of the New Company to the shareholders of the Company and HCGB will be allocated by the following ratios.

1 existing share in the Company	to 3.54149245 shares in the New Company
1 existing share in HCGB	to 0.12962587 share in the New Company

The shareholders who shall be entitled to be allocated the New Company's shares as aforementioned are:

- (i) the shareholders of the Company whose names appeared on the shareholder register book of the Company at the book closing date for compiling the names of shareholders who shall be entitled to the allotment of the New Company's shares on 28 September 2020 and
- (ii) the shareholders of HCGB whose names appeared on the shareholder register book of HCGB on 28 September 2020.

Shareholders whose names are not appeared on the mentioned date shall not be entitled to be allocated the New Company's shares.

As for the allotment of shares in the New Company to the shareholders of the Company and HCGB, if there is a fraction of a share which is greater than or equal to 0.5 as a result of the calculation according to the foregoing ratio, such fraction

shall be rounded up to 1 share. If a fraction of share is less than 0.5, such fraction will be disregarded. The New Company will only pay compensation to shareholders who are not allocated shares in the New Company for the fractions of shares that are disregarded.

The amount of compensation is based on the implied share price of the New Company which is calculated from the 30-day volume-weighted average price (VWAP) of the Company based on the cut-off date to be on the last trading day (23 September 2020) prior to the first day on which the SET posted SP (suspension) trading sign (24 September 2020). The compensation will be paid by the New Company to the shareholders whose fraction of share was rounded down within 14 business days from the registration date of the Amalgamation.

In order to ensure that the number of shares of the New Company will be as specified, Hitachi Chemical Co., Ltd. (“HC”)<sup>1</sup> shall act as a balancer in the rounding off of share fractions, and shall pay to or receive compensation from the New Company for such balancing. Therefore, if the total number of issued shares in the New Company, which is calculated according to the aforementioned ratio, is more than 78,400,000 shares, equal to the aggregate number of issued shares in the Company and HCGB prior to the registration of the Amalgamation, the New Company will allocate fewer shares to HC, so that the total number of issued shares in the New Company equals to 78,400,000 shares. The New Company will compensate HC for the fewer shares allocated to it in an amount equivalent to the price of each share in the New Company, which is payable to shareholders who are subject to the cancellation of share fractions, multiplied by the number of fewer shares in the New Company allocated to HC within 14 business days from the registration of the Amalgamation. In the event that the total number of issued shares in the New Company, which is calculated according to the aforementioned ratio, is less than 78,400,000 shares, the New Company will allocate more shares to HC, so that the total number of paid-up shares in the New Company equals to 78,400,000 shares. HC will pay for the additional shares in the New Company in the amount equivalent to the compensation per share paid to shareholders for the disregarded fractions of shares, multiplied by the additional number of shares allocated to it within 14 business days from the registration of the Amalgamation.

**Opinion of the Board of Directors:**

The Board of Directors deems appropriate to propose to the Joint Shareholders’ Meeting to consider and approve the allotment of shares of the New Company to the shareholders of the Company and HCGB with the details as proposed in all respect.

**Remark:**

The resolution for this agenda shall be adopted by a majority vote of the shareholders attending the meeting.

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<sup>1</sup> HC has scheduled to change the name of the company to be Showa Denko Materials Co., Ltd. on 1<sup>st</sup> October 2020.



## **Agenda 5**

### **To consider the Memorandum of Association of the New Company**

#### **Background Information:**

According to the Section 148 of the PLC Act which prescribes that a joint shareholders' meeting of the companies to be amalgamated shall be called to consider the Memorandum of Association of the new company, in this regard, it is deemed appropriate to propose to the Joint Shareholders' Meeting to consider and approve the Memorandum of Association of the New Company with the details as appeared on the draft Memorandum of Association of the New Company which was delivered to the shareholders together with the invitation as **Enclosure 2**.

Moreover, to facilitate the registration of the Memorandum of Association of the New Company, it was deemed appropriate to propose the Joint Shareholders' Meeting to approve the appointment of Mr. Toshinori Osumi and/or any persons appointed by Mr. Toshinori Osumi to be authorized to sign the application or other documents in connection with the registration of the Memorandum of Association of the New Company and to file the application with the Department of Business Development, Ministry of Commerce, to amend, modify or change the application and/or the Memorandum of Association and other relevant documents or take any acts to comply with the suggestion or instruction of the registrar or the officer and take any acts necessary and relevant to the foregoing as deemed appropriate.

#### **Opinion of the Board of Directors:**

The Board of Directors deems appropriate to propose to the Joint Shareholders' Meeting to consider and approve the Memorandum of Association of the New Company with the details as appeared on the draft Memorandum of Association of the New Company including the relevant authorization with the details as proposed in all respects.

#### **Remark:**

The resolution for this agenda shall be adopted by a majority vote of the shareholders attending the meeting.

## **Agenda 6**

### **To consider the Articles of Association of the New Company**

#### **Background Information:**

According to the Section 148 of the PLC Act which prescribes that a joint shareholders' meeting of the companies to be amalgamated shall be called to consider the Articles of Association of the new company, in this regard, it is deemed appropriate to propose to the Joint Shareholders' Meeting to consider and approve the Articles of Association of the New Company with the details as appeared on the draft Articles of Association of the New Company, consisting of 58 articles, which was delivered to the shareholders together with the invitation as **Enclosure 3**.

Moreover, to facilitate the registration of the Articles of Association of the New Company, it was deemed appropriate to propose the Joint Shareholders' Meeting to approve the appointment of Mr. Toshinori Osumi and/or any persons appointed by Mr. Toshinori Osumi to be authorized to sign the application or other documents in connection with the registration of the Articles of Association of the New Company and to file the application with the Department of Business Development, Ministry of Commerce, to amend, modify or change the application and/or the Articles of Association and other relevant documents or take any acts to comply with the suggestion or instruction of the registrar or the officer and take any acts necessary and relevant to the foregoing as deemed appropriate.

#### **Opinion of the Board of Directors:**

The Board of Directors deems appropriate to propose to the Joint Shareholders' Meeting to consider and approve the Articles of Association of the New Company with the details as appeared on the draft Articles of Association of the New

Company, consisting of 58 articles, including the relevant authorization with the details as proposed in all respects.

**Remark:** The resolution for this agenda shall be adopted by a majority vote of the shareholders attending the meeting.

**Agenda 7**                    **To consider the election of the directors of the New Company**

**Background Information:** According to the Section 148 of the PLC Act which prescribes that a joint shareholders' meeting of the companies to be amalgamated shall be called to consider the election of the directors of the new company and according to the Article 14 of the draft Articles of Association of the New Company which prescribes that the Board of Directors of the Company shall comprise at least 5 persons of which not less than 1/2 must have domiciles in the Kingdom and the directors shall have qualifications as specified by law, the Board of Directors of the Company and HCGB have jointly considered the qualifications of the persons nominated to be the directors of the New Company and deemed appropriate to propose the Joint Shareholders' Meeting to consider and approve the election of the following persons to be the directors of the New Company:

- 1) Mr. Misao Nakagawa
- 2) Mr. Hiroaki Yamaguchi
- 3) Mr. Toshinori Osumi
- 4) Mr. Masamichi Saito
- 5) Mr. Takahiro Tomiyama
- 6) Mr. Masakatsu Suzuki
- 7) Mr. Nontaphon Nimsomboon                    (Independent Director)
- 8) Mr. Apichai Chvajareernpun                    (Independent Director)
- 9) Mr. Suchat Chanlawong                    (Independent Director)

All of the 9 proposed directors have full qualifications as required by the laws and the draft Articles of Association of the New Company. The profiles and work experiences of each person nominated to be the director are as appeared in the profiles of the persons nominated to be the directors of the New Company which was delivered to the shareholders together with the invitation as **Enclosure 4**.

**Opinion of the Board of Directors:** The Board of Directors deems appropriate to propose to the Joint Shareholders' Meeting to consider and approve the election of the directors of the New Company with the details as proposed in all respects.

**Remark:** The resolution for this agenda shall be adopted by a majority vote of the shareholders attending the meeting.

**Agenda 8**                    **To consider the authority of the directors of the New Company**

**Background Information:** According to Article 30 of the draft Articles of Association of the New Company which prescribes that one of the authorized directors may sign on behalf of the Company together with the Company's seal affixed and the meeting of shareholders or the Board of Directors may designate or amend the name of the directors who are authorized to sign and affixing the Company's seal, in this regard, it is deemed

appropriate to propose to the Joint Shareholders' Meeting to consider and approve the authority of the directors of the New Company with the following details.

“Mr. Hiroaki Yamaguchi or Mr. Toshinori Osumi or Mr. Masamichi Saito; Singly signing one person with the Company's seal affixed”

**Opinion of the Board of Directors:**

The Board of Directors deems appropriate to propose to the Joint Shareholders' Meeting to consider and approve the authority of the directors of the New Company with the details as proposed in all respects.

**Remark:**

The resolution for this agenda shall be adopted by a majority vote of the shareholders attending the meeting.

**Agenda 9**

**To consider the remuneration of the directors of the New Company**

**Background Information:**

According to Article 14 of the draft Articles of Association of the New Company which prescribes that the directors shall be entitled to receive the meeting allowance, remuneration, bonus, award or any other remuneration, in this regard, it is deemed appropriate to propose to the Joint Shareholders' Meeting to consider and approve the remuneration of the directors of the New Company with the details as follows.

**Board of Directors**

Chairman	35,000.- Baht/meeting
Directors	25,000.- Baht/meeting
Directors' Bonus	200,000.- Baht/person/year

Provided that the payment of the bonus depends on the duty and responsibility of the director and the operating result of the New Company.

**Audit Committee**

Chairman of Audit Committee	20,000.- Baht/meeting
Member of Audit Committee	12,000.- Baht/meeting
Directors (who observes the Audit Committee's meeting)	7,000.- Baht/meeting

However, the directors of the New Company, who are the director, executive, and employee of HC's Group<sup>2</sup>, would not receive the remuneration aforesaid.

The remuneration shall be effective from the date on which the registrar accepts the registration of the Amalgamation until any further amendment.

**Opinion of the Board of Directors:**

The Board of Directors deems appropriate to propose to the Joint Shareholders' Meeting to consider and approve the remuneration of the directors of the New Company with the details as proposed in all respects. In the event that the Joint Shareholders' Meeting resolved to approve such remuneration, the approved remuneration of the directors of the New Company shall be effective from the date on which the registrar accepts the registration of the Amalgamation until any further amendment.

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<sup>2</sup> HC has scheduled to change the name of the company to be Showa Denko Materials Co., Ltd. on 1<sup>st</sup> October 2020.

**Remark:** The resolution for this agenda shall be adopted by a vote of no less than two-thirds of the total number of votes of the shareholders attending the meeting.

**Agenda 10** **To consider the appointment of the auditor of the New Company and the determination of the audit fee**

**Background Information:** According to the Section 148 of the PLC Act which prescribes that that a joint shareholders' meeting of the companies to be amalgamated shall be called to consider the appointment of the auditor of the New Company, in this regards, the Board of Directors of the Company, as recommended by the Audit Committee, and the Board of Directors of HCGB jointly considered and deemed appropriate to propose the Joint Shareholders' Meeting to consider and approve the appointment of the auditor of the New Company, which shall be effective from the date on which the registrar accepts the registration of the Amalgamation to 31 December 2020, from EY Office Limited according to the list of auditors as follows:

1. Miss Vilailak Laohasrisakul, C.P.A. (Thailand) No. 6140 or
2. Miss Vissuta Jariyathanakorn, C.P.A. (Thailand) No. 3853 or
3. Miss Manee Rattanabunnakit, C.P.A. (Thailand) No. 5313.

The proposed auditors are independent and have no material relationship or interest with the Company and HCGB, the New Company, their executives, major shareholders or related persons, therefore, they are independent to audit and give opinion on the New Company's financial statements.

Moreover, the Board of Directors of the Company, as recommended by the Audit Committee, and the Board of Directors of HCGB also jointly considered and deemed appropriate to propose the Joint Shareholders' Meeting to consider and approve the audit fee of the New Company's auditor (which shall be effective from the date on which the registrar accepts the registration of the Amalgamation to 31 December 2020) which shall be fixed at the amount of THB 1,200,000.

**Opinion of the Board of Directors:** The Board of Directors deems appropriate to propose to the Joint Shareholders' Meeting to consider and approve the appointment of the auditor of the New Company and the determination of the audit fee which shall be effective from the date on which the registrar accepts the registration of the Amalgamation to 31 December 2020 with the details as proposed in all respects.

**Remark:** The resolution for this agenda shall be adopted by a majority vote of the shareholders attending the meeting.

**Agenda 11** **To consider other matters necessary for the Amalgamation (if any)**

You are hereby invited to attend the Joint Shareholders' Meeting on the date, time and place specified above. If you wish to appoint any other person to attend and vote on your behalf at this meeting, please complete and sign the attached proxy form.

If you would like to assign the independent director as proxy, the Company wishes to notify that the Company has independent directors who have no interest as follows:

(1) Mr. Nontaphon Nimsomboon

Age: 76 years; residing at No. 27/22 Soi Prachanimit (Pradipat10), Pradipat Road, Kwaeng Phayathai, Khet Phayathai, Bangkok Metropolis;

(2) Mr. Suchat Chanlawong

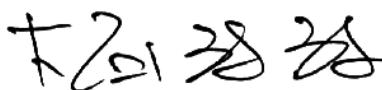
Age: 73 years; residing at No. 33/1196 Latphrao Road (Soi 53), Kwaeng Latphrao, Khet Latphrao, Bangkok Metropolis;

In this regard, all shareholders or proxies are able to register and submit the document or evidence for examination at the meeting venue from 8.00 a.m., on 30 September 2020 onward. And in order to facilitate and accelerate the registration process at the meeting, it is kindly requested that the shareholders and/or the proxies are to bring the document or evidence for identification of the shareholder or its representative who are eligible to attend the meeting (the details of which are appeared in the **Enclosure 6**) to present them to the registration staff on the date of the meeting.

The Company has determined the date for determining the names of shareholders who shall be entitled to attend the Joint Shareholders' Meeting (Record Date) on 8 September 2020.

Sincerely yours,

**Hitachi Chemical Storage Battery (Thailand)  
Public Company Limited**



.....  
(Mr. Toshinori Osumi)  
Chief Executive Officer

**OBJECTIVES  
OF  
THAI ENERGY STORAGE TECHNOLOGY PUBLIC COMPANY LIMITED**

The objectives of this Company, consisting of 61 clauses, are as follows:

- (1) To buy, provide, accept, lease, take on hire-purchase, take out hire-purchase, own, occupy, improve, use or otherwise manage any property including interest and benefit thereon, as well as moveable and immovable properties within and outside of Thailand.
- (2) To sell, transfer, accept the transfer, mortgage, pledge, exchange or otherwise dispose of property.
- (3) To buy, sell, rent, lease, sub-lease, take out hire-purchase, sell with a right of redemption, mortgage immovable property including, pledge, and lease movable property (without depositing or receiving money from the public and without making any benefit from such money).
- (4) To borrow, overdraw or arrange for other methods of financing from banks, juristic persons or other financial institutions and, to lend or otherwise extend credit, with or without security, including to accept, issue, transfer, withdraw and endorse bill of exchanges, promissory notes or other negotiable instruments, but not as a bank or capital and credit foncier businesses for the benefit of the business of the Company, or other enterprises in which the Company has interest in, including giving securities for the loan of the Company or of such enterprises.
- (5) To carry on business of providing guarantees of debts, liabilities and performance of agreements of third parties, including to guarantee foreign persons entering or departing in Thailand under immigration, tax and other laws.
- (6) To borrow or provide guarantees for repayment or for performance, according to obligations; to make agreements, obligations and provide proofs of debts; to mortgage, pledge, or encumber immovable and movable property that the Company has at present or will have in the future.
- (7) To carry on service business of providing loan to affiliates and group of companies in Thailand.
- (8) To be a broker, agent or commission agent in transactions and business of all types except insurance, membership recruitment for associations, and trading in securities.
- (9) To establish branches or representatives within and outside of Thailand.
- (10) To join in investments, to join in trades with individual or any juristic persons or any group of individuals which is not a juristic person; to be limited partners or shareholders in limited companies, limited public companies, limited partnerships and any juristic persons within and outside of Thailand, whose purposes are the same as the Company's or not.
- (11) To carry on the business of importing and exporting goods stipulated for distribution according to the objectives of the Company.
- (12) To trade rice, rice products, cassava, pressed cassava, cassava products, coffee, cashew nuts, palm oil, vegetables, fruits, garden plants, cigarettes, tobacco, farm plants, products from said goods, corn, sesame, beans, peppers, jute, kapok, cotton, lac, castor seed, wood, minerals, rubber, rubber latex, sheet rubbers, or other rubbers which are produced from or extracted from any parts of para rubber trees forest products, wood products, herbs, leather, horn, live animals fresh meat, frozen meat, fresh food, dried food, canned food, sugar, seasoning, sauce, vegetable oil, animal food, all agricultural products, and other consumer goods

- (13) To trade in cloth, textile from synthetic fiber, thread, elastic thread, nylon, fiber, synthetic fiber, apparel, ready-made clothes, garments, ornaments, socks, stockings, leather goods, shoes, bags, other consumer goods, weaving products, sport equipment.
- (14) To trade in hardware, house wares, furniture, glassware, kitchenware, including spare parts and equipment for said products.
- (15) To carry on the business of manufacturing and assembling, sub-contract or hire-contract, including, trading in machinery, engines, mechanical and labor saving equipment, vehicles, generators and electric appliances, electronical motors, refrigerators, air-conditioners, air filters, electric fans, ventilators, electric cookers, irons, pumps, water treatment equipment, trash eliminators, heaters, coolers, pressure control machines, cast iron parts, products from metal powders, ironware, copper ware, bronze ware, microwaves, electric and water equipment, including parts and accessories thereof.
- (16) To trade in petrol, coal, other products which generate energy, petrol station.
- (17) To trade in medicines, illness-preventing and illness-curing medicines, pharmaceutical products, chemical products, medical equipment, scientific equipment and appliances, fertilizers, insecticides, nourishing stuffs for all kinds of plants and animals.
- (18) To trade in cosmetics, beautifying appliances and equipment.
- (19) To carry on the business of rice mills, sawmills, timber polishing and drying factories, automobile body shops, ceramic and lacquer ware factories, pottery factories (except cup, bowl, plate), jute factories, vegetable oil extract factories, paper factories, sack factories, textile factories, weaving mills, cloth printing and dyeing plants, tire and retread factories, steel factories, casting and lathe factories, zinc factories, processed food factories, gas factories, sugar mills, plastics factories (except cup, bowl, plate), smelting plants, door and window factories, glass factories, beverage plants, rubber milling plants, automobile assembly plants, automobile parts plants and tire factories.
- (20) To bid on goods for sale and to undertake business activities as herein stated for individual, groups of persons, juristic persons, government agencies and public enterprises domestically and internationally.
- (21) To buy, sell, exchange, make, build, set, repair, amend, rent, lease, import or export factories, machines, instruments, equipment for construction including all hand tools, building decorations, sanitary wares, electric instruments, city water accessories, and parts and fittings for these goods.
- (22) To carry on the business of factories, bowling alleys, theaters and other houses of entertainment, resorts, stadiums and swimming pools.
- (23) To carry on the business involving architecture, interior design, landscape architecture, and engineering, to work for hire involving construction of residences, commercial buildings, factories and other buildings; and to provide advertise service.
- (24) To act as consultant and give advice on problems relating to the management and production of industry, commerce, marketing, legal, financial, accounting, distribution and investment except trading in securities.
- (25) To act as a manager and custodian for the interest, collections and property management for third parties.

- (26) To trade in all kinds of foods and beverages; to carry on the business of restaurants, coffee shops and all kinds of food shop businesses.
- (27) To secure, clean and lease movable properties such as furniture, electric instruments, sports instruments and sports accessories, cars, motorcycles, bicycles; to lease immovable properties such as the leasing or services for car parks, buildings for commerce, sporting and exercise places, steam rooms and sitting rooms for residents of condominiums or other persons.
- (28) To trade in paper, stationery, textbooks, forms, books, educational materials, photographic and cinematograph apparatus, calculators, typewriters, printing equipment, printing materials, newspapers, filing cabinets, office equipment, communication equipment computer and accessories and parts for all of the above goods.
- (29) To carry on the business of transportation by land, air and sea within and outside of Thailand.
- (30) To apply for registration, buy, transfer, accept the transfer of or otherwise acquire, hold, use, sell, transfer, lease, permit to use or any method of disposal within and outside of Thailand of licensing rights, trade rights, trademarks, exclusive rights, copyrights, patents, concessions, plans, brands, production process, or any ownership or any right or any exclusive right or anything in similar to which is necessary or beneficial for the Company's operation and the Company views it is appropriate and willing to acquire, and to proceed and act according to agreements of rights or any concession.
- (31) To carry on the business of production and distributing, selling, exchanging, leasing, import and export any types of batteries.
- (32) To carry on the business of production, selling, import and export all kinds of plastic goods.
- (33) To trade in plastic pellets, plastics or other similar materials, either in the form of raw materials or ready-made products.
- (34) To carry on the business of production and selling all kinds of metals and manufacturing processing or forming all kind of metal products.
- (35) To service installation, maintenance, inspection of all types of batteries.
- (36) To carry on business of manufacturing and distributing of power saving battery, battery for car battery, motorcycle, electronic tool, electrical appliance, battery used for industrial business, capacitor for electrical equipment, electronic equipment, capacitor used for industrial business, including all kinds of power supply system, other related products manufactured or made domestically or internationally for export and distribution within the country.
- (37) To trade in gold, copper, silver, diamonds, gemstone and other types of precious stones including artificial articles thereof.
- (38) To trade in artificial rubber, artificial articles, or the said goods or articles produced by scientific procedures.
- (39) To carry on business of manufacturing and distributing of tires, artificial tires, and other organic chemical products, including synthetic and artificial articles or any other products related to the said products.
- (40) To trade in products from ready-made pressed metal powders for assembly parts of automotive, motorcycle, air-conditioner and others.



- (41) To trade in products of electric protection tools, machines, tools and electrical equipment.
- (42) To trade in electronic related products and electronic parts.
- (43) To trade in enamelware, carbon products, inorganic chemical products and other chemical products used for such products.
- (44) To trade in products related to facilities for environment, including tools and equipment for said products.
- (45) To carry on business of general hire-contractor in relation to design, management, control, building construction, commercial building, residential building, office, road, bridge, dam, tunnel and all kinds of construction works, including all kinds of civil engineering.
- (46) To carry on businesses of services for filing, collecting, preparing, printing and distributing of statistics and data concerning agriculture, industry, commerce, finance, marketing including analyzing and assessing of operations of businesses.
- (47) To carry on business of manufacturing and distribution of raw-materials, materials, carbon brush products and or other products with similar type.
- (48) To carry on business of providing tools, equipment, raw-material, chemical products, chemical substance, and including service business on engineering, installing, constructing and testing concerning electrical factory.
- (49) Importing of raw material, finished or semi-finished material, chemical substance, including other equipment for manufacturing as indicated in the objectives.
- (50) To carry on business of manufacturing and distributing, importing, exporting of products relating to brakes, friction materials, or other products with similar characteristics to raw materials and other materials used to create friction, including brake components and brake system for vehicles and other types of automobiles, including other final or semi-final products and other products under list of this objectives.
- (51) To carry on business of advisory and monitoring of manufacturing quality of products indicated in the objectives.
- (52) To carry on the business of purchasing, manufacturing, selling, wholesale, retail, import and export of lead ingot and lead powder.
- (53) To carry on business of exchanging of foreign currencies (subject to having been granted permission from the relevant authorities)
- (54) To explore, examine, analyze, test, extract or use any other means in order to obtain raw material or information for use in the production or sale of goods as stated in the Company's objectives, or in order to obtain any material used for or related to construction and industrial business.
- (55) To invest or seek interest in industrial, commercial, agricultural projects or businesses whether private or public sector; to provide support, act as advisor, provide advice on management, marketing and industrial techniques or to provide financial support to enterprises or projects of individual or juristic person, ministries, bureaus, departments, state enterprises, associations or any institutions within and outside of Thailand.
- (56) To carry on business of advertising, publicizing, or doing by any means, in order to promote

goods, reputation, fame and any other business in which the Company has an interest, whether it is for the Company's own benefit, or for the benefit of the business.

- (57) To engage with, negotiate with, provide guarantee to, or enter into contract with the government, government authorities, state departments, municipal governments, state enterprises, or any persons in order to run the Company's business operation.
- (58) To invest in shares, bonds, debentures, and any other securities, and to sell, dispose or buy back any of such shares, bonds, debentures or any other securities, in any case, the objective of such action does not constitute as the Company's normal trading and does not considered to be securities trading business.
- (59) To issue and offer debentures in accordance with the relevant laws and regulations.
- (60) The Company is entitled to issue and offer securities (with or without the right to convert to ordinary shares) to shareholders, any individuals and/or public at a price at or higher or lower than the par value in accordance with the public limited company law and the securities and exchange law and other regulations promulgated thereunder as well as other laws or regulations applicable at that time.
- (61) The Company can issue securities in which the payment for such securities could be other properties instead of cash.

(Translation)

Form BorMorJor. 001

Page 1 of the total 1 page  
Supporting document of application No. \_\_\_\_\_**Memorandum of Association**

of

**Thai Energy Storage Technology Public Company Limited**

\_\_\_\_\_

The particulars of the Memorandum of Association of the Company are as follows:-

- Clause 1. The name of the Company is "Thai Energy Storage Technology Public Company Limited" and the English name is "Thai Energy Storage Technology Public Company Limited".
- Clause 2. The Company wishes to offer shares for sale to the public.
- Clause 3. The objectives of the Company comprise of 61 Clauses, as detailed in the Form BorMorJor. 002 attached herewith.
- Clause 4. The registered capital of the Company is Baht 784,000,000.00 (Baht Seven Hundred and Eighty-Four Million) comprising of 78,400,000 shares (Seventy-Eight Million Four Hundred Thousand) with a par value of Baht 10.00 (Baht Ten) each.

and divided into

Ordinary shares; 78,400,000 (Seventy-Eight Million Four Hundred Thousand);  
Preferred shares \_\_\_\_\_ - \_\_\_\_\_ (\_\_\_\_\_ - \_\_\_\_\_)

- Clause 5. The head office will be located at Samutprakarn province.
- Clause 6. The names, dates of birth, nationalities, addresses of the promoters and the number of shares subscribed by each of the promoters and their signatures are as follows:
- 6.1 The number of the promoters is    -    persons who have subscribed for    -    shares to be paid in money, amounting to    -    per cent of the registered capital.

(Signed) \_\_\_\_\_ Applicant  
(\_\_\_\_\_)

**ARTICLES OF ASSOCIATION**  
**OF**  
**THAI ENERGY STORAGE TECHNOLOGY PUBLIC COMPANY LIMITED**

**Chapter 1 General Provisions**

Article 1      The terms used in these Articles of Association shall have the following meanings, unless otherwise specifically defined:

“Company”      means Thai Energy Storage Technology Public Company Limited;

“Laws”      means the law on public limited companies, law on securities and exchange, and includes other laws applicable or relating to the Company’s business operations;

“Registrar”      means the registrar under the law on public limited companies;

“Securities Registrar”      means the person acting in the capacity as the Company’s securities registrar.

Article 2      The provisions of the Laws shall be applied only to those circumstances not specifically mentioned by these Articles of Association.

Article 3      Anything not provided for herein shall be governed by and construed in accordance with the law on public limited companies in all respects. In case where shares of the Company are the listed securities in the Stock Exchange of Thailand, the Securities and Exchange Act shall be complied with.

**Chapter 2 Issuance of Shares**

Article 4      Shares of the Company shall be ordinary shares with name certificates of equal value at Baht ten (10) per share, and fully paid-up.

Payment for shares shall be fully paid-up by one single payment. Nevertheless, the Company may allot the ordinary shares to any persons as if they were fully paid-up by reason that such persons have given any property other than money or given or granted license of copyright in any literary, artistic or scientific works, patents, trademarks, designs or models, drawings, formulae or secret processes or provided information in relation to experience in the field of industry, commerce or science.

Payment for shares cannot be set off by any subscriber or purchaser against the Company’s debts. This shall not be applied where the Company restructures its debts by issuing new shares for debt repayment upon securitization project approved at the shareholders’ meeting as required by Laws.

The issuance of new shares for debt repayment and securitization project under previous paragraph shall be in accordance with the rules and procedures as prescribed in the relevant Laws.

The Company's shares are indivisible. If two (2) or more persons subscribe for or hold one share or several shares jointly, such persons shall be jointly liable for the payment on shares and any amount in excess of the par value of such shares, and shall appoint only one of them to exercise their rights as subscriber or shareholder, as the case may be.

The Company may issue debentures, convertible debentures, preference shares, warrants, including any securities under law on securities and exchange for the purpose of offering to the shareholders, any persons or public. The conversion of the convertible debentures or the preference shares to ordinary shares shall be complied with the Laws.

Article 5 A share certificate of the Company shall indicate the shareholder's name, and bear at least one (1) director's signature affixed or printed.

The director may delegate the Securities Registrar under the law on securities and exchange to sign or print a signature on his or her behalf. Such signing or printing of signature shall be prescribed by the Securities Registrar. Should the Company delegate Thailand Securities Depository Company Limited to be its Securities Registrar, the registration procedures for the Company's securities shall be prescribed by the Securities Registrar.

Such a signature by the director or the Securities Registrar on share certificates or any other securities may be affixed in person or by a machine, computer or any other means as permitted by the law on securities and exchange.

Article 6 The Company shall issue share certificates to the shareholders within two (2) months from the date the Registrar has registered the Company's incorporation, or from the date of receiving full payments for the shares should there be any sale of the remaining shares or new shares after the Company's incorporation.

Article 7 If a share certificate is damaged or defaced, the Company shall issue a new share certificate upon surrender of the existing share certificate. In this case, the Company shall issue a new share certificate within fourteen (14) days as from the date of receipt of the request.

If a share certificate is lost or destroyed, the shareholder shall produce a police report thereof or any valid evidence to the Company's satisfaction and the Company shall then issue a new share certificate within the time as prescribes by the Laws.

The lost, destroyed, damaged, or defaced certificate of shares for which a new share certificate has been issued in substitution shall be repealed.

The Company may charge a fee for issuance of a new share certificate to replace a share certificate that is lost, destroyed, damaged or defaced, but not exceeding a rate as prescribed in the ministerial regulations. After the shareholder has paid such fee to the Company, the Company shall then issue a new share certificate to the shareholder within the time as prescribed by the Laws.

Article 8 If a shareholder dies or becomes bankrupt, and a person who is entitled to such shares has surrendered the share certificate(s), together with a complete set of lawful evidence, to the Company, the Company shall register such person as a shareholder and issue new share certificate(s) within one (1) month from the date of receipt of such evidence.

Article 9 The Company shall neither hold nor accept its own shares for pledge, except for the Company's repurchase of shares in accordance with the provisions of the law on public limited companies, ministerial regulations and other relevant Laws. If the shares to be repurchased do not exceed ten (10) percent of the paid-up capital, the board of directors shall be empowered to consider approving such repurchase of share without approval of a shareholders' meeting. Any repurchase of shares in excess of ten (10) percent of paid-up capital shall be subject to approval of a shareholders' meeting.

### **Chapter 3 Transfer of Shares**

Article 10 The Company's shares may be transferred without any restriction.

Article 11 A transfer of shares shall be valid upon the transferor endorsing the share certificate with the name of the transferee and the signature of both the transferor and the transferee, and the transferor delivering such share certificate to the transferee.

A transfer of share shall be valid against the Company upon receipt by the Company of a request for registration of such transfer of shares, whereby the transferee shall present to the Company the share certificate which has been endorsed with the transferee's name and signed by the transferor and the transferee along with such request for registration. A transfer of shares shall be valid against a third party only upon the Company's registration of such transfer.

If the Company finds such transfer of share to be legally valid, the Company shall register the transfer within fourteen (14) days from the date of receipt of such request. If such transfer of shares is found to be invalid, the Company shall give notice to the requesting party within seven (7) days from the date of receipt of the such request.

Preference shares may be converted into ordinary shares. For the purpose of conversion of preference shares and convertible debentures into ordinary shares, the shareholder shall submit a request for such conversion to the Company and surrender the existing share certificate. Such conversion into ordinary shares shall be effective as of the date the request is submitted. In this connection, the Company shall issue a new share certificate to the requesting party within fourteen (14) days from the date of the receipt of such request.

Any transfer of securities issued under Article 4 shall be subject to the requirements and the Laws applicable to the issuance of such securities.

When the Company's shares have been registered as listed securities on the Stock Exchange of Thailand, any transfer of shares shall be subject to the law on securities and exchange.

Article 12 If a transferee wishes to obtain a new share certificate, the transferee shall submit a written request signed by him or her attested by at least one (1) witness and surrender the existing share

certificate or other relevant evidence to the Company. If the Company finds such transfer of shares to be legally valid, the Company shall register the transfer within seven (7) days from the date of the receipt of such request and issue a new share certificate within one (1) month from the date of receipt of such request.

Article 13 The Company may, during the period of twenty-one (21) days prior to each shareholders' meeting, suspend the registration of transfer of shares by an announcement in advance to the shareholders at its head and all branch offices at least fourteen (14) days prior to such suspension.

#### **Chapter 4 Board of Directors**

Article 14 The board of directors of the Company shall comprise at least five (5) directors and not less than one half (1/2) of all directors shall reside in the Kingdom of Thailand and the directors shall meet the qualifications as specified by Laws.

The Company's directors shall be entitled to remuneration from the Company in the form of rewards, meeting allowances, gratuity, bonus or other forms of benefits, in accordance with the Articles of Association or with the approval of a shareholders' meeting, which may be prescribed as a fixed amount or subject to certain criteria, and may be prescribed from time to time or valid permanently until further changed, Furthermore, the directors shall also receive allowances and welfare benefits according to the Company's regulations.

The provisions in previous paragraph shall not prejudice the rights of the Company's staff or employees, who have been elected as directors, to receive remuneration and benefits in the capacity as the Company's staff or employees.

Article 15 The Company's directors shall be elected by a shareholders' meeting, subject to the following rules and procedures:

- (1) Each shareholder shall have one (1) vote for each share held;
- (2) Each shareholder may exercise all of his or her votes to elect one or several persons as director(s) as the shareholders' meeting shall deem appropriate, but the shareholder must cast all his or her votes per Article 15(1) on each resolution and may not allocate his or her votes to any person in any number;
- (3) The persons with the highest votes in descending order shall be elected as directors to the number of directors to be elected on such occasion, and if there is a tie between candidate elected in descending order, which would exceed the number of directors to be elected on such occasion, the chairman of the shareholders' meeting shall have a casting vote.

Article 16 At every annual general meeting of shareholders, one-third (1/3) of the number of directors shall retire. If the number of directors is not a multiple of three, then the number nearest to one-third (1/3) shall retire. A director who retires under this Article may be re-elected.

The directors to retire during the first and second years following the registration of the Company shall be drawn by lots. In each subsequent year, the directors who have been in office for the longest term shall retire.

- Article 17 Other than vacancy by rotation, directors shall retire upon:
- (1) death;
  - (2) resignation;
  - (3) disqualification or prohibition under the Laws;
  - (4) removal by resolution of a shareholders' meeting under Article 20;
  - (5) removal by a court order.
- Article 18 Any director wishing to resign from directorship shall submit a resignation letter to the Company. The resignation shall be effective on the date the resignation letter reaches the Company.
- A director who resigns under paragraph one may notify his or her resignation to the Registrar.
- Article 19 In the case of any vacancy on the board of director otherwise than by rotation, the board of directors shall elect any person who is qualified and not subject to prohibition under the Laws as a replacement director at the next meeting of the board of directors, except where the remaining term of office of such director is less than two (2) months.
- The replacement director shall hold the office only for the remaining term of the director whom he or she replaces.
- The resolution of board of directors under the first paragraph must be passed by a vote not less than three-fourths (3/4) of the number of the remaining directors.
- Article 20 A shareholders' meeting may pass a resolution to remove any director prior to his or her retirement by rotation, by a vote not less than three-fourths (3/4) of the number of shareholders present at the meeting and entitled to vote, provided that the shares held by them shall not, in aggregate, be less than one half (1/2) of the number of shares held by the shareholders present at the meeting and entitled to vote.
- Article 21 A director may or may not be a shareholder of the Company.
- Article 22 The board of directors shall elect one (1) director to be the chairman of the board of directors.
- In the case that the board of directors deems it appropriate, it may elect one or several directors as vice-chairman. A vice-chairman shall have the duties in accordance with the Articles of Association in the affairs as assigned by the chairman. The board of directors may entrust one or several directors or any other person(s) to perform any act on behalf of the board of directors.
- Article 23 A quorum of a meeting of the board of directors shall consist of not less than one half (1/2) of the total number of directors and the chairman of the board of directors shall preside over a meeting of the board of directors. In the case that the chairman of the board of directors is absent or unable to perform his or her duties, if there is one vice-chairman, the vice-chairman shall preside over the meeting. If there are several vice-chairmen, the directors present at the meeting



shall elect one of the vice-chairmen to preside over the meeting. If there is no vice-chairman, or the vice-chairman is unable to perform his or her duties, the directors present at the meeting shall elect one among them to preside over the meeting.

Decisions of the meeting shall be made by a majority vote.

Each director shall have one (1) vote, except any director having an interest in any matter shall have no right to vote on such matter. In the case of a tied vote, the chairman of the meeting shall have an additional casting vote.

The meeting of the board of directors or other committee of the Company may be arranged via the electronic media, whereby it shall comply with the Laws.

Article 24 The board of directors shall meet at least once every three (3) months.

The chairman of the board of directors shall summon every meeting of the board of directors. If the chairman is unable to perform his or her duties, the vice-chairman shall summon a meeting.

In summoning a meeting of the board of directors, the chairman of the board of directors or a person entrusted by the chairman shall send notice thereof to the directors not less than seven days (7) prior to the meeting date. However, if it is necessary or urgent to protect the Company's rights or interests, the notice of a meeting may be made by the other means and the meeting may be scheduled to be held sooner.

In case where the meeting is held via the electronic media, the Company can send a notice via electronic mails.

Two (2) or more directors may request the chairman of the board of directors to summon a meeting. If a meeting is requested by two (2) or more directors, the chairman of the board of directors or a person entrusted by the chairman shall schedule a meeting to be held within fourteen (14) days from the date of receipt of the request.

Article 25 The chairman of the board of directors shall determine the date, time and place of the board of directors' meeting, whereby the meeting place may be at the locality where the Company's head office is situated or anywhere in the Kingdom of Thailand as it deems appropriate. If the chairman of the board of directors is unable to perform his or her duties and the vice-chairman summons a meeting, the vice-chairman shall determine the date, time and place of the board of directors' meeting.

Article 26 In the case of vacancy on the board of directors until the number of directors is not sufficient to constitute a quorum, the remaining directors shall only act in the name of the board of directors in order to hold a shareholders' meeting for election of directors to fill all the vacancies.

Such meeting under the first paragraph shall be held within one (1) month from the date the number of directors is not sufficient to constitute a quorum.

The person appointed as replacement directors under the first paragraph shall hold the office only for the remaining term of the directors whom they replace.

Article 27 The board of directors shall have the power and duties to manage the Company's affairs as follows:

- (1) to act in compliance with the Laws, objectives, Articles of Association and resolution of the shareholders' meeting;
- (2) to declare an interim dividend to the shareholders;
- (3) to determine allowances, rewards or other forms of benefits for the Company's staff or employees or any persons working for the Company, whether on a regular basis or otherwise, except those specified in Article 14.

The board of directors may authorize any one or several directors or any other person(s) to perform any task within the scope of power and duties on behalf of the board of directors.

Article 28 No director shall engage in any business of the same nature as and competitive with the Company's business, or be a partner in an ordinary partnership or a partner within unlimited liability in a limited partnership or a director in another legal entity that carries out the business of the same nature as and competitive with the Company's business, unless otherwise disclosed to the shareholders' meeting prior to such appointment.

Article 29 A director shall notify the Company without delay if he or she has any interest in any contract executed with the Company or holds any shares or debentures, whether any increase or decrease thereof, in the Company or its affiliate.

Article 30 Unless specified in Article 5, any one director can sign affixing the Company seal to bind the Company. However, the meeting of shareholders or the board of directors shall designate or amend the name of the directors who are authorized to sign and affixing the Company seal.

Article 31 The board of directors may appoint a certain number of directors as it deems appropriate to be an executive committee with the power and duties to oversee the Company's business as assigned by the board of directors, and shall appoint one of these directors to be the chairman of the executive committee.

The executive directors shall be entitled to receive remuneration and allowances as designated by the board of directors' meeting, without prejudice to their right to receive remuneration or other benefits under these Articles of Association in their capacity as directors.

The executive committee may hold or summon meetings as it deems appropriate, and the provisions of Articles 22 and 26 shall apply *mutatis mutandis*.

Article 32 The board of directors may authorize any director, executive committee, subcommittee, juristic person or any persons to act jointly or separately in order to comply with the objectives and the Article of Associations of the Company and such person shall be compensated as indicated by the board of directors. The board of directors shall be entitled to amend, adjust or revoke the authority given to such person or to discharge such person from the position and shall appoint other person instead if the board of directors deems appropriate.

Article 33 The board of directors may invite any person to serve as advisor in order to offer opinions on the Company's affairs to the board of directors as it deems appropriate.

#### **Chapter 5 Meeting of Shareholders**

Article 34 The board of directors shall convene a shareholders' meeting as an annual general meeting within four (4) months from the end of the Company's accounting year.

Other shareholders meetings than as mentioned shall be called "Extraordinary General Meetings". The board of directors may call extraordinary general meetings whenever it deems appropriate. Or a shareholder or several shareholders holding aggregate shares amounting to not less than ten (10) percent of the total issued shares, may at any time sign up in a written request to the board of directors to summon a shareholders' meeting as an extraordinary general meeting together with the agenda and specific reason for such request; the board of directors shall arrange for the shareholders meeting within forty-five (45) days from the date of having received the shareholders' request.

If the board of directors fails to call a meeting within the period specified in the second paragraph, the shareholders who sign up their names or other shareholders holding shares amounting to the specified number of shares may call a meeting themselves within forty-five (45) days from the date of completion of the period specified in the second paragraph. In this regard, it shall be deemed that a shareholders meeting is called by the board of directors and the Company shall be responsible for necessary expenses incurred in connection with the holding of the meeting and provide reasonable assistance.

If it appears that at any shareholders meetings called at the request of the shareholders under the third paragraph, the number of shareholders attending the meeting does not constitute a quorum as specified in Article 37, the shareholders under the third paragraph shall be jointly responsible for reimbursement of expenses incurred in connection with the holding of such meeting to the Company.

Article 35 The board of directors shall determine the date, time and place of the shareholders' meeting whereby the meeting place may be set otherwise than the locality where the Company's head office is situated or in any nearby province.

If the board of directors deems appropriate, the board of directors may arrange the shareholders' meeting via electronic media. In any event, such meeting shall be complied with the rules and procedures as prescribed by the relevant Laws.

Article 36 In summoning a shareholders' meeting, either the meeting in person or via electronic media, the board of directors shall prepare a notice of the meeting specifying the place, date, time, agenda and matters to be proposed to the meeting, together with reasonable details stating clearly whether such matters are for information, for approval or for consideration, as the case may be, including

the board of directors' opinions on such matter. Such notice shall be sent to the shareholders and the Registrar not less than seven (7) days prior to the meeting date, and published in a newspaper for three (3) consecutive days at least three (3) day prior to the meeting date.

The delivery of the notice and the disclosure of such notice, either the meeting in person or via electronic media, shall be complied with the rules and procedures as prescribed by the relevant Laws.

Article 37 In a shareholders' meeting, either the meeting in person or via electronic media, there shall be not less than twenty-five (25) shareholders or not less than one half (1/2) of the total number of shareholders present in person and by proxy (if any) and holding in aggregate not less than one-third (1/3) of all issued shares to constitute a quorum.

In any shareholders' meeting, if, after one (1) hour from the time scheduled for the meeting of shareholders, the number of shareholders present at the meeting is insufficient to form a quorum, and if such shareholders' meeting is convened at the shareholders' request, it shall be cancelled. If such meeting is not convened at the shareholders' request, the meeting shall be re-convened, in which case, a notice of the meeting shall be sent to the shareholders not less than seven (7) days before the meeting date, and no quorum is required for this subsequent meeting.

Article 38 A shareholder may appoint another person as proxy to attend and vote on his or her behalf at a shareholders' meeting. An instrument appointing proxy shall be dated and signed by the shareholder giving proxy and shall be in the form as prescribed by the Registrar which shall at least contain the following particulars:

- (1) the number of shares held by the person appointing the proxy;
- (2) the name of the proxy; and
- (3) the meeting which the proxy is authorized to attend at which the proxy is authorized to vote.

This instrument appointing proxy shall be delivered to the chairman of the board of directors or any person entrusted by the chairman at the meeting before the proxy attends the meeting.

Article 39 The chairman of the board of directors shall preside as the chairman of the shareholders' meetings. If the chairman of the board of directors is absent or unable to perform his or her duties, the vice-chairman, if any, shall preside over the meeting. If there is no vice-chairman or the vice chairman is unable to perform his or her duties, the shareholders present at the meeting shall elect one of the shareholders to preside as the chairman of the meeting.

Article 40 In voting, one (1) share shall carry one (1) vote. Resolutions of a shareholders' meeting shall require:

- (1) in a normal case, a majority vote by the shareholders who attend and vote at the meeting, and in the case of a tied vote, the chairman of the meeting shall have an additional casting vote;
- (2) in the following cases, an affirmative vote not less than three-fourths (3/4) of all votes of the shareholders present at the meeting and entitled to vote on:

- (a) sale or transfer of all or substantial parts of the Company's business to another party;
- (b) purchase or acceptance of transfer to the Company of business of another company or private company;
- (c) execution, amendment or termination of any contracts relating to lease of all or substantial parts of the Company's business;
- (d) assignment of another person to manage the Company's business;
- (e) merger of the Company's business with another party for profit and loss sharing;
- (f) amendment of the Memorandum of Association or the Articles of Association;
- (g) increase or decrease of the Company's capital;
- (h) issuance of debentures;
- (i) amalgamation or dissolution of the Company.

Article 41 Matters to be transacted at an annual general meeting shall include:

- (1) consideration of the board of directors' report on the Company's operating results during the preceding year;
- (2) consideration and approval of the balance sheet and profit and loss account;
- (3) consideration of profit allocation
- (4) consideration of election of directors to replace those who retire by rotation and fixing of the remuneration;
- (5) appointment of an auditor and fixing of the remuneration;
- (6) other matters

#### **Chapter 6 Accounting, Finance and Audit**

Article 42 The fiscal year of the Company shall commence on 1<sup>st</sup> January and end on 31<sup>st</sup> December of every year.

Article 43 The Company shall cause accounts to be made, kept, and audited in accordance with the law governing such matters and shall make a balance sheet and profit and loss account at least once in every twelve (12) months which represent the Company's fiscal year.

Article 44 The board of directors shall cause to be made a balance sheet and profit and loss account at the end of Company's fiscal year, and shall submit the same to the annual general meeting of shareholders for adoption. The board of directors shall arrange for an auditor to complete an audit prior to submitting the same to the shareholders' meeting.

Article 45 The board of directors shall send the following documents to the shareholders, together with the notice of the annual general meeting:

- (1) copies of the balance sheet and profit and loss account which have been audited by the auditor, together with the report of the auditor;
- (2) the annual report of the board of directors.

Article 46 The auditor shall be authorized to examine books, accounts and any other evidence relating to revenue and expenditure, as well as assets and liabilities, of the Company during the Company business hours. In this connection, the auditor shall be empowered to inquire of any directors, staff and employees, persons holding any position in the Company and its representatives, and require them to clarify any facts or produce documents and evidence relating to the Company's affairs as necessary for the duties of being the auditor. The auditor must make a report in relation to a statement of financial position and a statement of profit and loss for submission to an annual general meeting of the shareholders and shall provide written explanations to such report that the statement of financial position and the statement of profit and loss have been prepared accurately and whether they show true.

Article 47 The auditor has the duty to attend every general meeting of the shareholders at which the balance sheet, the statement of profit and loss and the problems relating to the accounts of the Company are to be considered in order to explain to the shareholders the auditing of accounts. The Company shall also deliver to the auditor the reports and documents of the Company that are to be received by the shareholders at such general meeting of shareholders. The auditor must not be a director, member, employee or a person holding any office of the Company.

### **Chapter 7 Dividends and Reserves**

Article 48 No dividends shall be paid otherwise than out of profits. In the case that the Company still has an accumulated loss, no dividends shall be paid.

Dividends shall be equally distributed according to the number of shares. Except when the Company issues preference shares and provides that the preference shares shall have different distribution of dividends to the ordinary shares, the dividends shall then be distributed as specified.

Payment of dividends must be upon approval by a shareholders' meeting.

In the case that the Company's shares have not yet been completely issued according to the number of authorized shares or the Company has registered its capital increase, the Company may pay dividends, in whole or in part, by issuing new ordinary shares to the shareholders, by resolution of a meeting of shareholders.

The board of directors may declare interim dividends to the shareholders from time to time when it appears that the Company has sufficient profits to do so, and shall report the same to the next meeting of shareholders.

Payment of dividends shall be made within one (1) month from the date of approval by the shareholders' meeting or the board of directors' meeting, as the case may be, with written notice thereof to the shareholders, and the notice of the payment of dividends shall be published in a

newspaper. There shall be no interest incurred to the Company in case where the payment of dividends has been made within the period as specified by Laws.

Article 49 The Company must allocate to a reserve fund at least five (5) percent of the annual net profit, less the accumulated loss brought forward (if any) until the reserve fund reach an amount not less than ten (10) percent of the registered capital.

Upon approval by a shareholders' meeting, the Company may transfer, other reserve fund, reserve fund by Laws and the surplus reserve funds respectively, in compensation for its accumulated loss.

### **Chapter 8 Increase and Reduction of Capital**

Article 50 The Company may increase its registered capital by issuing new shares, provided that:

- (1) all shares have been issued or fully paid-up, or in the case where there remain shares to be issued, the remaining shares must be those to be issued to accommodate convertible shares or warrants;
- (2) a shareholders' meeting has passed a resolution with not less than three-fourths (3/4) of all votes of the shareholders present at the meeting and entitled to vote; and
- (3) such resolution for capital increase has been registered with the Registrar within fourteen (14) days from the date such resolution was passed by the meeting.

Article 51 New shares under Article 50 may be offered in whole or in part and may be offered to the existing shareholders in proportion to their shareholding percentage, or to the public or other persons whether in whole or in part subject to resolutions of the shareholders' meeting.

In relation to the allocation of the new shares under the first paragraph, the shareholders' meeting may authorize the board of directors to determine the share price, the number of shares to be offered on each occasion, the offering date and the percentage of subscription rights.

Article 52 The Company may reduce its registered capital by reducing the value of each share or reducing the number of shares, provided that no reduction shall be made to the extent rendering the capital to be below one-fourth (1/4) of the total capital.

In the case where the Company has incurred accumulated loss and, after making compensation for the accumulated loss under Article 49, such accumulated loss remains, the Company may reduce its capital to the amount below one-fourth (1/4) of the total capital.

The reduction of the value of shares or the reduction of the number of shares under the first paragraph or the second paragraph to an intended amount and by an intended method may be made only upon approval by a resolution of a shareholders' meeting with the votes of not less than three-fourths (3/4) of the total number of votes of the shareholders present at the meeting and entitled to vote, provided that the Company must cause such resolution to be registered within fourteen (14) days as from the date on which such resolution was passed by the meeting.

Article 53 The shareholders' meeting may pass a resolution for the reduction of its capital by cancelling the registered shares not purchased or not yet offered for sale. Upon such resolution of the meeting, the Company shall apply for registration of the reduction of its capital within fourteen days (14) as from the date on which such resolution was passed by the meeting.

Article 54 In the reduction of its capital other than that under Article 53, the Company must, in writing, notify its known creditors of the resolution for such capital reduction within fourteen (14) days as from the date on which such resolution was passed by the shareholders' meeting and specify, in the notification, that objections may be sent within two (2) months as from the date of receipt of the notification of such resolution, and the Company shall also publish such resolution in a newspaper within the said fourteen (14) days time limit.

If any objection is made, the Company may not proceed with the reduction of its capital until it has satisfied the claims or given security therefor.

#### **Chapter 9 Additional Provision**

Article 55 Any necessary or reasonable amendment of these Articles of Association shall be considered by a shareholders' meeting as required by the Laws.

Article 56 All existing orders, requirements and regulations or approval given by the shareholders' meeting to the board of directors prior to the effective date of these Articles of Association, and insofar as they are not contrary to or inconsistent with the Laws and these Articles of Association, shall remain in full force and effect until further amended otherwise.

Article 57 The Company's seal shall be as follows:



Article 58 In the case where the Company or its subsidiary agrees to enter into a connected transaction or a transaction relating to acquisition or disposition of material assets of the Company or its subsidiary, as defined by the Notifications of the Stock Exchange of Thailand which are applicable to connected transactions of listed companies or acquisitions or disposition of material assets of listed companies, as the case may be, the Company shall comply with the rules and procedures as set forth in such Notifications accordingly.



Information of the persons nominated to be elected as new directors

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**Mr. Misao Nakagawa****Position** Chairman of Board of Directors**Age** 61 **Working Years** 1**Education**

- Ibaraki University, Faculty of Engineering

**Working Experience**

- 2016 – 2017 Vice President and Executive Officer Deputy General Manager, Energy Storage & Automotive Components Business Headquarters
- 2015 – 2016 Executive Officer Deputy General Manager, Energy Storage & Automotive Components Business Headquarters
- 2010 – 2015 Executive Officer General Manager, Printed Wiring Board Materials Business Sector

**Director of others listed company:** None**Position in rival companies/ connected businesses that may cause conflict of interest** : None**No criminal record of offence in the 10 preceding years** : None**Relationship with Company's Executive:** none**% of Share:** None

Information of the persons nominated to be elected as new directors

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**Mr. Hiroaki Yamaguchi**

**Position** Vice Chairman of Board of Directors

**Age** 52 **Working Years** 3

**Education**

- Graduated School of Engineering, Nagoya Institute of Technology, in Nagoya, Japan.

**Working Experience**

- 2017 – Present General Manager of Automotive Battery Business Sector,  
Energy Storage Business Headquarters,  
Tokyo HQ, Hitachi Chemical Co. Ltd.
- 2017 – 2020 Director, Hitachi Chemical Storage Battery (Thailand) PLC.
- 2016 Joined Hitachi Chemical by way of Merger
- 2015 – 2016 General Manager of Saitama Works, Shin-Kobe Electric Machinery Co.,Ltd.
- 1992 – 2015 Joined Shin-Kobe Electric Machinery

**Director of others listed company:** None

**Position in rival companies/ connected businesses that may cause conflict of interest** : None

**No criminal record of offence in the 10 preceding years** : None

**Relationship with Company's Executive:** none

**% of Share:** None

Information of the persons nominated to be elected as new directors

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**Mr. Toshinori Osumi****Position** Directors**Age** 61 **Working Years** 3**Education**

- Graduated Faculty of Business Administration, Kwansai Gakuin University Hyogo, Japan
- Advanced Management Program of The Wharton School, University Pennsylvania, United States of America

**Working Experience**

- 2017 – 2020 Vice Chairman of Board of Directors and Chief Executive Officer, Hitachi Chemical Storage Battery (Thailand) PLC.
- 2015 – 2017 Executive Vice President, Hitachi Chemical Asia Thailand Co., Ltd
- 2010 – 2015 Managing Director, Hitachi Chemical Thailand Co., Ltd.
- 1990 – 1993 Joined Hitachi Chemical Co., Ltd
- 1981 – 1990 Export of Industrial Chemical Products Nippon Chemical Trading Co., Ltd

**Director of others listed company:** None**Position in rival companies/ connected businesses that may cause conflict of interest** : None**No criminal record of offence in the 10 preceding years** : None**Relationship with Company's Executive:** none**% of Share:** None

## Information of the persons nominated to be elected as new directors

**Mr. Masamichi Saito****Position** Directors**Age** 57 **Working Years** 1**Education**

- Bachelor of Laws, Sophia University, Japan
- Master of Laws (LL.M.), University of California, Davis, USA

**Working Experience**

- 2018 – Present Director, Hitachi Chemical Storage Battery (Thailand) PLC.
- 2018 – 2020 Chief Administrative Officer, Hitachi Chemical Storage Battery (Thailand) PLC.
- 2018 Rejoined Hitachi Chemical Co., Ltd. Manager, Legal Group
- 2017 – 2018 Joined Adastria Co., Ltd. General Manager, General Affairs and Legal Department
- 1985 – 2017 Hitachi Chemical Co., Ltd. Senior Manager, Group Management Promotion Group  
General Manager, Legal Group

**Director of others listed company:** None**Position in rival companies/ connected businesses that may cause conflict of interest** : None**No criminal record of offence in the 10 preceding years** : None**Relationship with Company's Executive:** none**% of Share:** None

## Information of the persons nominated to be elected as new directors

**Mr. Takahiro Tomiyama****Position** Director**Age** 48 Years, **Working Years** 1**Education**

- Graduated Department of Electrical Engineering National Institute of Technology, Nara College

**Working Experience**

- 2017 – Present Chief Technical Officer, Hitachi Chemical Storage Battery (Thailand) PLC.
- 2017 – 2020 Director, Hitachi Chemical Storage Battery (Thailand) PLC.
- 2016 – 2017 Senior Engineer, Core Technology Center, Battery Technology Group, Production Innovation Headquarters, Production Integration Division., Hitachi Chemical Co., Ltd.
- 2016 Transferred to Hitachi Chemical Co., Ltd. by way of Merger
- 1993 – 2016 Joined Shin Kobe Electric Machinery Co., Ltd

**Director of others listed company:** None**Position in rival companies/ connected businesses that may cause conflict of interest** : None**No criminal record of offence in the 10 preceding years** : None**Relationship with Company's Executive:** none**% of Share:** None

Information of the persons nominated to be elected as new directors

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**Mr. Masakatsu Suzuki**

**Position** Director

**Age** 56 Years, **Working Years** 1

**Education**

- Gunma University, Faculty of Engineering

**Working Experience**

- 2019 – Present                      General Manager, Industrial Battery System Business Sector,  
Energy Storage Business Headquarters
- 2017 – 2019                        General Manager, Industrial Battery System Business Sector,  
Energy Storage Business Headquarters
- 2015 – 2017                        President, Hitachi Chemical Asia (Thailand) Co., Ltd.
- 2010 – 2015                        Manager, Thai Project Group, Corporate Business Strategy Headquarter

**Director of others listed company:** None

**Position in rival companies/ connected businesses that may cause conflict of interest** : None

**No criminal record of offence in the 10 preceding years** : None

**Relationship with Company's Executive:** none

**% of Share:** None

## Information of the persons nominated to be elected as new directors

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### **Mr. Nontaphon Nimsomboon**

**Age 76, Working Years 22**

#### **Education**

- B.A in Accountancy, B.Com.(Hons.) - Thammasat University
- M.B.A. University of Iowa, USA. (Under Royal Thai Government Scholarship)
- Doctorate Degree in Accountancy (Honorary) Thammasat University
- National Defense College Degree, Class 35

#### **Other qualifications**

- C.P.A (Thailand)
- Fellow of The Canadian Comprehensive Auditing Foundation
- Outstanding Award: Royal Thai Government Scholar
- Director Capacity Building Programs with IOD  
Director Accreditation Program (DAP) Class 4/2003  
Director Certification Program (DCP), Class 89/2007  
Monitoring Fraud Risk Management (MFM) Class 1/2009  
Monitoring the System of Internal Control and Risk Management (MIR), Class 8/2010  
Monitoring the Internal Audit Function (MIA), Class 7/2010  
Monitoring the Quality of Financial Reporting (MFR), Class 11/2010

#### **Working Experience**

- 1998 – Present Independent Director, Audit Committee Chairman, Hitachi Chemical Storage Battery (Thailand) PLC.
- 2005 – Present Chairman, AMC International Consulting Co., Ltd.
- 2006 – Present Member of the Executive Board, Thai Government Scholarship Association
- 2006 – Present Lecturer, Faculty of Commerce & Accountancy, Thammasat University
- 2008 – Present Members of the University Council and Audit Committee Chairman, Walailak University
- 2008 – Present Member of the Audit Committee, Mae Fah Luang University
- 2016– Present Member of Executive Board, Than Tao Mahaprom, Erawan Hotel
- 2017– Present Members of the University Council and Audit Committee Chairman, Thaksin University
- 2017– Present Advisor, Faculty of Commerce & Accountancy, Thammasat University
- 2005 – 2014 Member of The Court of Directors and Audit Committee Chairman, The Bank of Thailand

- 2006 – 2014 Member of the Audit Committee Member Commission, Securities and Exchange Commission of Thailand
- 1999 – 2013 Independent Director, CG Committee Chairman, Big C Super Center PLC.
- 2005 – 2017 Member of the Audit Committee, Suranaree University of Technology
- 2006 – 2008 Independent Director and Audit Committee Chairman, Airports of Thailand PLC.
- 2002 – 2005 Director, Vice Executive Chairman, Saha-Union PLC.
- 1997 – 2001 Auditor General, Office of the Auditor General of Thailand
- 1997 – 2001 President, The Institute of Certified Accountants and Auditors of Thailand
- 1997 – 2001 President of Triam Udom Suksa Alumni Association under Royal Patronage

**Director of others listed company:** None

**Position in rival companies/ connected businesses that may cause conflict of interest** : None

**No criminal record of offence in the 10 preceding years** : None

**Relationship with Company's Executive:** none

**% of Share:** None



## Information of the persons nominated to be elected as new directors

**Mr. Apichai Chvajarenpun****Age 70 Working Years 11****Education**

- Bachelor of Engineering (Industrial Chemical), Chulalongkorn University
- Master of Engineering (Nuclear Technology), Chulalongkorn University

**Other qualifications**

- Graduate Diploma in Mini MBA Class 5, University of the Thai Chamber of Commerce
- Graduate Diploma in Senior Executive Class 26, Office of The Civil Service Commission
- Graduate Diploma in Information Technology Management, Office of The Civil Service Commission
- Certified of National Defence College Class 13
- Graduate Diploma in Government in democratic for Senior Executive Class 9, King Prajadhipok's Institute
- Graduate Diploma in Directors Certification Program (DCP) Class 91/2007 (IOD)

**Working Experience**

- 2009 – Present Independent Director, Hitachi Chemical Storage Battery (Thailand) PLC.
- 2010 – 2017 Director, Thai Nonferrous Metal Co., Ltd.
- 2009 – 2017 Director 3K Products Co., Ltd.
- 2008 – 2009 Deputy Permanent, Ministry of Natural Resources and Environment
- 2006 – 2008 Director General, Department of Mineral Resources
- 2003 – 2006 Director General, Pollution Control Department

**Director of others listed company: None****Position in rival companies/ connected businesses that may cause conflict of interest : None****No criminal record of offence in the 10 preceding years : None****Relationship with Company's Executive: none****% of Share: None**

Information of the persons nominated to be elected as new directors

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**Mr. Suchat Chanlawong**

**Age 73 Working Years 23**

**Education**

- Bachelor of Civil Engineering, Kasetsart University
- Master of Science in Civil Engineer University of Missouri, USA.
- Director Accreditation Program. Class 19/2004, (IOD)

**Working Experience**

- 1997 – Present Independent Director and Audit Committee, Hitachi Chemical Storage Battery (Thailand) PLC.
- 1997 – 2017 Director, 3K Products Co., Ltd.
- 1997 – 2017 Director, Thai Nonferrous Metal Co., Ltd.
- 2004 – 2008 Inspector General, Ministry of Energy
- 2003 – 2004 Deputy Director General Department of Mineral Fuels
- 2001 – 2003 Deputy Director General Department of Industrial Works.  
Deputy Director General Department of Mineral Resources

**Director of others listed company:** None

**Position in rival companies/ connected businesses that may cause conflict of interest** : None

**No criminal record of offence in the 10 preceding years** : None

**Relationship with Company's Executive:** none

**% of Share:** None

## **Articles of Association related to the Shareholders Meeting**

### **1. Calling of the Shareholders Meeting.**

*Article 34* The Board of Directors shall hold the Shareholders' Meeting as an Annual General Meeting within 4 months from the end of the accounting year of the Company.

Other Shareholders' Meetings than as mentioned above shall be called "Extraordinary General Meetings". The Board of Directors may call Extraordinary General Meetings whenever it thinks fit. Or the shareholders holding aggregate shares amounting to not less than 20% of the total amount of shares issued, or the shareholders of not less than 25 persons holding aggregate shares amounting to not less than 10% of the total amount of shares issued, may at any time sign up in a written request to the Board of Directors to summon a Shareholders' Meeting as an Extraordinary General Meeting; provided that the reason for calling the meeting must be clearly specified in such a request. The Board of Directors shall hold the Shareholders' Meeting within 1 month from the date of having received the shareholders' request.

*Article 35* The Board of Directors shall specify date, time, and place for a Shareholders' Meeting, which place of the meeting may be located in other area than the location where the head office of the Company is situated or the nearby provinces.

*Article 36* In calling a Shareholders' Meeting, the Board of Directors shall prepare a notice of the meeting stating place, date, time, agenda and matters to be proposed to the meeting, together with the details as appropriate whereby it must be clearly stated whether they are the matters proposed for acknowledgment, for approval or for consideration as the case may be, and the opinions of the Board of Directors in such matters must also be provided. The notice shall be sent to the shareholders and the Registrar for information, not less than 7 days before the date of the meeting, and shall be published in the newspapers for a period of 3 consecutive days and not less than 3 days before the date of the meeting.

### **2. The Quorum.**

*Article 37* At the Shareholders' Meeting, the quorum shall consist of the shareholders and the proxies (if any) attending the meeting not less than 25 persons or not less than a half of the total number of the shareholders and whose aggregate shares amounting to not less than one-third of the total amount of shares issued.

In case it appears that at any Shareholders' Meeting, when the appointed time passes for 1 hour, the number of shareholders attending the meeting cannot form the quorum as provided, the meeting, if summoned upon the request of the shareholders, shall be canceled. If the Shareholders' Meeting has not been summoned upon the request of the shareholders, another meeting shall be summoned and the notice of such meeting shall be sent to the shareholders not less than 7 days before the date of the meeting. And at such subsequent meeting, no quorum shall be required.

*Article 38* At the Shareholders' Meeting, a shareholder may appoint another person as his/her proxy to attend and vote on his/her behalf. The instrument appointing a proxy shall be dated and signed by the appointing shareholder and be pursuant to the form as prescribed by the Registrar.

The instrument appointing a proxy must be deposited with the Chairman of the Board or the director designated by him at the place of the meeting before the proxy attends the meeting.

*Article 39* The Chairman of the Board shall act as the chairman of the Shareholders' Meeting. In the case of the Chairman of the Board being absent or unable to perform his duty, if there is a Vice Chairman, the Vice Chairman shall then act as the chairman of the meeting; and if there is no Vice Chairman or he could not perform his duty, the shareholders attending thereat shall elect one shareholder among themselves as the chairman of the meeting.

**3. Voting.**

**Article 40** The resolutions of the shareholders' meeting shall be the following votes:-

- (1) In normal cases, the votes of the majority of the shareholders who attend the meeting and cast their votes shall prevail. In the case of equality of the vote, the chairman of the meeting shall have an additional vote as a casting vote:
- (2) In the following cases, the votes of not less than 75% of the total number of votes of the shareholders who attend the meeting and cast their votes shall prevail:
  - (a) The sale or transfer of the essential part of the business of the Company to other person, either in whole or in part;
  - (b) The purchase or taking transfer of the business of other company or private company;
  - (c) The performance, amendment or termination of agreement relating to the granting of lease of the essential part of the business of the Company, either in whole or in part;
  - (d) The entrustment of other person to manage the business of the Company;
  - (e) The merger of the business with other person for the purpose of sharing profit and loss;
  - (f) The addition to or amendment of the Memorandum of Association or the Articles of Association;
  - (g) The increase or the reduction of the Company's capital, or the issue of debentures;
  - (h) The amalgamation and dissolution of the Company;

**4. Agenda of the Meeting.**

**Article 41** At the Annual General Meeting, the following matters shall be carried out:-

- (1) To consider the report of the Board of Directors as proposed to the meeting showing the result of the Company's performance during the previous fiscal year.
- (2) To consider and approve the Balance Sheet and the Profit and Loss Accounts.
- (3) To consider the apportionment of the profits.
- (4) To consider the election of directors in place of those who must retire at the expiry of their terms.
- (5) To appoint auditor(s) and fixing the remuneration.
- (6) Other businesses.

**5. Remuneration of Directors and Directors retire by rotation.**

**Article 14** The Board of Directors of the Company shall consist of not less than 5 directors, and not less than half of the number of directors shall have residence in the Kingdom.

The director is entitled to receive the remuneration from the Company in the forms of money reward, meeting allowance, pension, bonus, or other forms of benefits in accordance with the Articles of Association or the consideration of the shareholders' meeting which the remuneration may be either determined as a fixed sum or laid down as a criterion, and shall be determined from time to time or continuously effective until further change. In addition, the directors have the rights to receive allowance, and other welfare benefits in accordance with the Company's regulations.

The foregoing paragraph shall not prejudice the rights of the Company's officers or employees elected to become directors to entitle them to receive the remuneration and benefits as the officers or employees of the Company.

**Article 15** The Board of Directors shall be elected by the Shareholders' Meeting subject to the following rules and procedures :

15.1 Each shareholder shall have one vote for each share held by him.

15.2 In the election of directors, the shareholders may cast votes for individual directors on a one-director basis or on several-directors basis as deemed appropriate by the shareholders. In each voting, the shareholders must cast all the votes he has under sub-clause 15.1 above, the votes shall not be split more or less for any one director.

15.3 The persons with highest votes and lower shall be elected as directors in the number eligible or electable at such meeting. In case of the number of the subsequently-elected persons having on equal vote exceeds the number of the directors eligible or electable at such meeting, the Chairman of the meeting shall have a casting vote.

**Article 16** At any the Annual Shareholders' Meeting, one-third of the directors, or, if the number is not a multiple of three, then the number nearest to one-third, must retire from offices. A retiring director under this clause is eligible for re-election.

The directors to retire in the first and second years following the registration of transformation into public company shall be determined by drawing lots. In subsequent years, the directors who hold office the longest term shall retire.

## **6. Payment of Dividend and Allocation of the Profit.**

**Article 46** No dividend shall be made out of other money than from the profits. In case the Company has an accumulated loss, no dividend shall be distributed.

The dividends shall be distributed in accordance with the number of shares, in equal amount for each share.

In case the Company has not sold all shares as registered or the Company has already registered an increase of capital, the Company may distribute dividends, in whole or in part, in form of shares by issuing new ordinary shares to the shareholders, under the resolution of the Shareholders Meeting.

The Board of Directors may distribute interim dividends to the shareholders periodically when it considers that the Company has sufficient profits to do as such, and it shall report the same to the subsequent Shareholders' Meeting.

The payment of dividends shall be made within 1 month from the date the Shareholders' Meeting or the Board of Directors has resolved, as the case may be. In this regard, it is required to send a written notice to the shareholders and publish the notice of the payment of dividends in the newspaper.

**Article 47** The Company must allocate a portion of the annual net profit as reserve fund in the amount of not less than 5% of the annual net profit less the accumulated loss carried forwards (if any), until this reserve fund shall reach the amount of not less than 10% of the registered capital.

**Documents or evidence required to identify the right to attend the  
Annual General Meeting of Shareholders for the year 2020**

**For a Natural Person**

1. *A Thai Nationality.*
  - 1.1 The identification card of the shareholder issued by governmental authorities or state enterprises.
  - 1.2 In case of granting of Proxy, copies of identification card of the shareholder and proxy.
  
2. *A Non-Thai Nationality.*
  - 2.1 The passport or personal alien document of the shareholder.
  - 2.2 In case of granting of Proxy, copy of passport or personal alien document of the shareholder and proxy.

**For Juristic Person**

1. *A Juristic Person registered in Thailand.*
  - 1.1 Certificate issued by the Department of Business Development no longer than 60 days; and
  - 1.2 Copies of identification card or passport or personal alien document of the authorized director(s) signing in the Proxy Form and the proxy thereof.
  
2. *A Juristic Person registered outside Thailand.*
  - 2.1 Certificate; and
  - 2.2 Copy of passport of the authorized director(s) signing in the Proxy Form and the identification card or passport of proxy.

A copy of the aforesaid documents is required to be certified true copy. In case of any documents or evidence executed outside Thailand, such documents or evidence are required to be notarized by a Notary Public.

**Remark** In compliance with the Policy of Board of Directors of The Stock Exchange of Thailand Re: The Procedure for Holding of the Shareholders' Meeting of the Listed Company.

## Curricula vitae of the independent directors who will be assigned as proxy

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### Mr. Nontaphon Nimsomboon

**Age 76, With the Company: 22 Years**

#### Education

- B.A in Accountancy, B.Com.(Hons.) - Thammasat University
- M.B.A. University of Iowa, USA. (Under Royal Thai Government Scholarship)
- Doctorate Degree in Accountancy (Honorary) Thammasat University
- National Defense College Degree, Class 35

#### Other qualifications

- C.P.A (Thailand)
- Fellow of The Canadian Comprehensive Auditing Foundation
- Outstanding Award: Royal Thai Government Scholar
- Director Capacity Building Programs with IOD
  - Director Accreditation Program (DAP) Class 4/2003
  - Director Certification Program (DCP), Class 89/2007
  - Monitoring Fraud Risk Management (MFM) Class 1/2009
  - Monitoring the System of Internal Control and Risk Management (MIR), Class 8/2010
  - Monitoring the Internal Audit Function (MIA), Class 7/2010
  - Monitoring the Quality of Financial Reporting (MFR), Class 11/2010

#### Current position in the Company

- 1998 – Present Independent Director, Audit Committee Chairman, Hitachi Chemical Storage Battery (Thailand) PLC.

#### Other Current Positions:

- 2005 – Present Chairman, AMC International Consulting Co., Ltd.
- 2006 – Present Member of the Executive Board, Thai Government Scholarship Association
- 2006 – Present Lecturer, Faculty of Commerce & Accountancy, Thammasat University
- 2008 – Present Members of the University Council and Audit Committee Chairman, Walailak University
- 2008 – Present Member of the Audit Committee, Mae Fah Luang University
- 2016– Present Member of Executive Board, Than Tao Mahaprom, Erawan Hotel
- 2017– Present Members of the University Council and Audit Committee Chairman, Thaksin University

- 2017– Present Advisor, Faculty of Commerce & Accountancy, Thammasat University

**Working Experience:**

- 2005 – 2014 Member of The Court of Directors and Audit Committee Chairman, The Bank of Thailand
- 2006 – 2014 Member of the Audit Committee Member Commission, Securities and Exchange Commission of Thailand
- 1999 – 2013 Independent Director, CG Committee Chairman, Big C Super Center PLC.
- 2005 – 2017 Member of the Audit Committee, Suranaree University of Technology
- 2006 – 2008 Independent Director and Audit Committee Chairman, Airports of Thailand PLC.
- 2002 – 2005 Director, Vice Executive Chairman, Saha-Union PLC.
- 1997 – 2001 Auditor General, Office of the Auditor General of Thailand
- 1997 – 2001 President, The Institute of Certified Accountants and Auditors of Thailand
- 1997 – 2001 President of Triam Udom Suksa Alumni Association under Royal Patronage

**Director of others listed company** : No

**Position in competitive companies/ connected businesses that may cause conflict of interest** : None

**No criminal record of offence in the 10 preceding years** : None

**Family relationship with Company's Executive** : None

**Residing at No. 27/22 Soi Pracha Nimit Pradipat Road, Samsennai, Phayathai, Bangkok.**

**Independent director with no vested interest in any of the AGM agenda.**

Types of Company Director	No. of Shares held as at December 31,2019	% of Share	Appointed	Latest appointment as Director	Number of years as Director	Shareholders'	Board of	Board of
						Meeting	Audit Committee	Directors
						Meeting attendance / Meeting held		
Independent director	None	0.00%	1998	2019	22	1/1	6/ 6	5/5



### Curricula vitae of the independent directors who will be assigned as proxy

**Mr. Suchat Chanlawong**

**Age 73 Working Years 23**

**Education**

- Bachelor of Civil Engineering, Kasetsart University
- Master of Science in Civil Engineer University of Missouri, USA.
- Director Accreditation Program. Class 19/2004, (IOD)

**Current position in the Company**

- 1997 – Present Independent Director and Audit Committee, Hitachi Chemical Storage Battery (Thailand) PLC.

**Working Experience**

- 1997 – 2017 Director, 3K Products Co., Ltd.
- 1997 – 2017 Director, Thai Nonferrous Metal Co., Ltd.
- 2004 – 2008 Inspector General, Ministry of Energy
- 2003 – 2004 Deputy Director General Department of Mineral Fuels
- 2001 – 2003 Deputy Director General Department of Industrial Works.  
Deputy Director General Department of Mineral Resources

**Director of others listed company : No**

**Position in competitive companies/ connected businesses that may cause conflict of interest : None**

**No criminal record of offence in the 10 preceding years : None**

**Family relationship with Company's Executive : None**

**Residing at No. 33/1196 Latphrao Road (Soi 53), Kwaeng Ladpraow, Khet Ladpraow, Bangkok**

**Independent director with no vested interest in any of the AGM agenda.**

Types of Company Director	No. of Shares held as at December 31,2019	% of Share	Appointed	Latest appointment as Director	Number of years as Director	Shareholders'	Board of	Board of
						Meeting	Audit Committee	Directors
						Meeting attendance / Meeting held		
Independent director	None	0.00%	1997	2018	23	1/1	6/ 6	5/5



## PROXY FORM

Made at \_\_\_\_\_

Date \_\_\_\_\_

(1) I (We), \_\_\_\_\_ Nationality \_\_\_\_\_

Residing at No. \_\_\_\_\_ Road \_\_\_\_\_ Sub-district \_\_\_\_\_

District \_\_\_\_\_ Province \_\_\_\_\_ Postal Code \_\_\_\_\_

(2) As a shareholder of **Hitachi Chemical Storage Battery (Thailand) Public Company Limited**,

holding a total number of \_\_\_\_\_ shares, and entitled to vote in the number of \_\_\_\_\_ votes as follows:

Ordinary shares of \_\_\_\_\_ shares, entitled to vote in the number of \_\_\_\_\_ votes

Preference shares of \_\_\_\_\_ shares, entitled to vote in the number of \_\_\_\_\_ votes

(3) Hereby grant

(1) \_\_\_\_\_ age \_\_\_\_\_ years

Residing at No. \_\_\_\_\_ Road \_\_\_\_\_ Sub-district \_\_\_\_\_

District \_\_\_\_\_ Province \_\_\_\_\_ Postal Code \_\_\_\_\_; or

(2)  Mr. Nontaphon Nimsomboon, Independent Director and Chairman of the Audit Committee, age 76 years

Residing at No. 27/22 Soi Prachanimit (Pradipat10), Pradipat Road, Kwaeng Phayathai, Khet Phayathai, Bangkok Metropolis; or

(3)  Mr. Suchat Chanlawong, Independent Director and Audit Committee, age 73 years

Residing at No. 33/1196 Latphrao Road (Soi 53), Kwaeng Latphrao, Khet Latphrao, Bangkok Metropolis.

only anyone person as my(our) proxy to attend and vote on my(our) behalf at the joint shareholders' meeting between shareholders of Hitachi Chemical Storage Battery (Thailand) Public Company Limited and shareholders of Hitachi Chemical Gateway Battery (Thailand) Company Limited to consider the significant matters of the new company formed as a result of the amalgamation, to be held on 30 September 2020, at 10.00 hrs., at The meeting room of Hitachi Chemical Storage Battery (Thailand) Public Company Limited located at 387 Moo 4, Soi Patana 3 Sukhumvit Rd., Bangpoo Industrial Estate, Praekasa, Muang, Samutprakarn, or at any adjournment thereof to any other date, time and venue.

Any act(s) undertaken by the proxy at such meeting shall be deemed as my(our) own act(s) in every respect.

Signed \_\_\_\_\_ Grantor

(\_\_\_\_\_)

Signed \_\_\_\_\_ Proxy

(\_\_\_\_\_)

Signed \_\_\_\_\_ Proxy

(\_\_\_\_\_)

Remarks

A shareholder shall grant only one proxy to attend and vote on his/her behalf at the meeting, and cannot divide his/her shares for several proxies to vote separately.



## PROXY FORM

Stamp Duty 20.- Baht

Made at \_\_\_\_\_

Date \_\_\_\_\_

(1) I (We), \_\_\_\_\_ Nationality \_\_\_\_\_

Residing at No. \_\_\_\_\_ Road \_\_\_\_\_ Sub-district \_\_\_\_\_

District \_\_\_\_\_ Province \_\_\_\_\_ Postal Code \_\_\_\_\_

(2) As a shareholder of **Hitachi Chemical Storage Battery (Thailand) Public Company Limited**,

holding a total number of \_\_\_\_\_ shares, and entitled to vote in the number of \_\_\_\_\_ votes as follows:

Ordinary shares of \_\_\_\_\_ shares, entitled to vote in the number of \_\_\_\_\_ votes

Preference shares of \_\_\_\_\_ shares, entitled to vote in the number of \_\_\_\_\_ votes

(3) Hereby grant

(1) \_\_\_\_\_ age \_\_\_\_\_ years

Residing at No. \_\_\_\_\_ Road \_\_\_\_\_ Sub-district \_\_\_\_\_

District \_\_\_\_\_ Province \_\_\_\_\_ Postal Code \_\_\_\_\_; or

(2)  Mr. Nontaphon Nimsomboon, Independent Director and Chairman of the Audit Committee, age 76 years  
Residing at No. 27/22 Soi Prachanimit(Pradipat 10) , Pradipat Road, Kwaeng Phayathai, Khet Phayathai, Bangkok Metropolis; or(3)  Mr. Suchat Chanlawong, Independent Director and Audit Committee, age 73 years  
Residing at No. 33/1196 Latphrao Road (Soi 53), Kwaeng Latphrao, Khet Latphrao, Bangkok Metropolis;

only anyone person as my(our) proxy to attend and vote on my(our) behalf at the joint shareholders' meeting between shareholders of Hitachi Chemical Storage Battery (Thailand) Public Company Limited and shareholders of Hitachi Chemical Gateway Battery (Thailand) Company Limited to consider the significant matters of the new company formed as a result of the amalgamation, to be held on 30 September 2020, at 10.00 hrs., at The meeting room of Hitachi Chemical Storage Battery (Thailand) Public Company Limited located at 387 Moo 4, Soi Patana 3 Sukhumvit Rd., Bangpoo Industrial Estate, Praekasa, Muang, Samutprakarn, or at any adjournment thereof to any other date, time and venue.

(4) I(we) hereby grant my(our) proxy to vote at this Meeting as follows:

 Agenda 1 To consider the name of the New Company. (a) My(our) proxy can consider and vote on behalf of me(us) as he/she may think fit in all respects. (b) My(our) proxy shall vote in accordance with my(our) intention as follows: Approve  Disapprove  Abstain Agenda 2 To consider the objectives of the New Company. 

(a) My(our) proxy can consider and vote on behalf of me(us) as he/she may think fit in all respects.

 (b) My(our) proxy shall vote in accordance with my(our) intention as follows: Approve  Disapprove  Abstain Agenda 3 To consider the amount of the registered capital, number of shares, par value and paid-up capital of the New Company. (a) My(our) proxy can consider and vote on behalf of me(us) as he/she may think fit in all respects. (b) My(our) proxy shall vote in accordance with my(our) intention as follows: Approve  Disapprove  Abstain

หน้า 1 ของจำนวน 4 หน้า

- Agenda 4 To consider the allotment of shares of the New Company.
- (a) My(our) proxy can consider and vote on behalf of me(us) as he/she may think fit in all respects.
- (b) My(our) proxy shall vote in accordance with my(our) intention as follows:
- Approve  Disapprove  Abstain
- Agenda 5 To consider the Memorandum of Association of the New Company.
- (a) My(our) proxy can consider and vote on behalf of me(us) as he/she may think fit in all respects.
- (b) My(our) proxy shall vote in accordance with my(our) intention as follows:
- Approve  Disapprove  Abstain
- Agenda 6 To consider the Articles of Association of the New Company.
- (a) My(our) proxy can consider and vote on behalf of me(us) as he/she may think fit in all respects.
- (b) My(our) proxy shall vote in accordance with my(our) intention as follows:
- Approve  Disapprove  Abstain
- Agenda 7 To consider and elect new directors.
- (a) My(our) proxy can consider and vote on behalf of me(us) as he/she may think fit in all respects.
- (b) My(our) proxy shall vote in accordance with my(our) intention as follows:
- Election of all directors.
- Approve  Disapprove  Abstain
- Election of each director.
- (1) Director's Name : Mr. Misao Nakagawa
- Approve  Disapprove  Abstain
- (2) Director's Name : Mr. Hiroaki Yamaguchi
- Approve  Disapprove  Abstain
- (3) Director's Name : Mr. Toshinori Osumi
- Approve  Disapprove  Abstain
- (4) Director's Name : Mr. Masamichi Saito
- Approve  Disapprove  Abstain
- (5) Director's Name : Mr. Takahiro Tomiyama
- Approve  Disapprove  Abstain
- (6) Director's Name : Mr. Masakatsu Suzuki
- Approve  Disapprove  Abstain
- (7) Director's Name : Mr. Nontaphon Nimsomboon (Independent Director)
- Approve  Disapprove  Abstain
- (8) Director's Name : Mr. Apichai Chvajareernpun(Independent Director)
- Approve  Disapprove  Abstain
- (9) Director's Name : Mr. Suchat Chanlawong (Independent Director)
- Approve  Disapprove  Abstain

- Agenda 8 To consider the authority of the directors of the New Company.
- (a) My(our) proxy can consider and vote on behalf of me(us) as he/she may think fit in all respects.



- (b) My(our) proxy shall vote in accordance with my(our) intention as follows:
  - Approve                       Disapprove                       Abstain
- Agenda 9 To consider the remuneration of the directors of the New Company.
  - (a) My(our) proxy can consider and vote on behalf of me(us) as he/she may think fit in all respects.
  - (b) My(our) proxy shall vote in accordance with my(our) intention as follows:
    - Approve                       Disapprove                       Abstain
- Agenda 10 To consider the appointment of the auditor of the New Company and the determination of the audit fee.
  - (a) My(our) proxy can consider and vote on behalf of me(us) as he/she may think fit in all respects.
  - (b) My(our) proxy shall vote in accordance with my(our) intention as follows:
    - Approve                       Disapprove                       Abstain
- Agenda 11 To consider other matters (if any).
  - (a) My(our) proxy can consider and vote on behalf of me(us) as he/she may think fit in all respects.
  - (b) My(our) proxy shall vote in accordance with my(our) intention as follows:
    - Approve                       Disapprove                       Abstain

(5) The vote of the proxy in any agenda which does not follow those specified in this proxy form, it shall be deemed that such vote is incorrect and it does not vote on my(our) behalf as the shareholder.

(6) I(we) do not specify or not clearly specify my(our) intention to vote in any agenda or in case the Meeting considers or votes in the matters other than the matters specified above, including there is the amendment or addition to any facts, the proxy can consider and vote on behalf of me(us) in all respects as he/she may think fit.

Any act(s) undertaken by the proxy at such meeting, except in case the proxy does not vote as I(we) specified in this proxy form, shall be deemed as my(our) own act(s) in every respect.

Signed \_\_\_\_\_ Grantor  
(\_\_\_\_\_)

Signed \_\_\_\_\_ Proxy  
(\_\_\_\_\_)

Signed \_\_\_\_\_ Proxy  
(\_\_\_\_\_)

Signed \_\_\_\_\_ Proxy  
(\_\_\_\_\_)

Remarks

1. A shareholder shall grant only one proxy to attend and vote on his/her behalf at the meeting, and cannot divide his/her shares for several proxies to vote separately.
2. In agenda for election of director(s) can vote to elect all directors or each director.
3. In case there are more agendas for consideration at the meeting than the agendas specified above, the grantor of the proxy could additionally specify in the Annex to the Proxy Form B as attached.

## Annex to the Proxy Form B.

Grant of proxy as a shareholder of Hitachi Chemical Storage Battery (Thailand) Public Company Limited

At the joint shareholders' meeting between shareholders of Hitachi Chemical Storage Battery (Thailand) Public Company Limited and shareholders of Hitachi Chemical Gateway Battery (Thailand) Company Limited to consider the significant matters of the new company formed as a result of the amalgamation, to be held on 30 September 2020, at 10.00 hrs., at The meeting room of Hitachi Chemical Storage Battery (Thailand) Public Company Limited located at 387 Moo 4, Soi Patana 3 Sukhumvit Rd., Bangpoo Industrial Estate, Praekasa, Muang, Samutprakarn, or at any adjournment thereof to any other date, time and venue.

-----  
 Agenda\_\_Subject\_\_\_\_\_

(a) My(our) proxy can consider and vote on behalf of me(us) as he/she may think fit in all respects.

(b) My(our) proxy shall vote in accordance with my(our) intention as follows:

Approve                       Disapprove                       Abstain

Agenda\_\_Subject\_\_\_\_\_

(a) My(our) proxy can consider and vote on behalf of me(us) as he/she may think fit in all respects.

(b) My(our) proxy shall vote in accordance with my(our) intention as follows:

Approve                       Disapprove                       Abstain

Agenda\_\_Subject\_\_\_\_\_

(a) My(our) proxy can consider and vote on behalf of me(us) as he/she may think fit in all respects.

(b) My(our) proxy shall vote in accordance with my(our) intention as follows:

Approve                       Disapprove                       Abstain

Agenda\_\_Subject\_\_\_\_\_

(a) My(our) proxy can consider and vote on behalf of me(us) as he/she may think fit in all respects.

(b) My(our) proxy shall vote in accordance with my(our) intention as follows:

Approve                       Disapprove                       Abstain

Agenda\_\_Subject\_\_\_\_\_

(a) My(our) proxy can consider and vote on behalf of me(us) as he/she may think fit in all respects.

(b) My(our) proxy shall vote in accordance with my(our) intention as follows:

Approve                       Disapprove                       Abstain

Agenda\_\_Subject Election of directors (continue)

Director's Name : \_\_\_\_\_

Approve                       Disapprove                       Abstain

Director's Name : \_\_\_\_\_

Approve                       Disapprove                       Abstain

Director's Name : \_\_\_\_\_

Approve                       Disapprove                       Abstain

Director's Name : \_\_\_\_\_

Approve                       Disapprove                       Abstain

Director's Name : \_\_\_\_\_

Approve                       Disapprove                       Abstain







สำหรับกรณีผู้ถือหุ้นเป็นผู้ลงทุนต่างประเทศและแต่งตั้งให้คัสโตเดียนในประเทศไทยเป็นผู้รับฝากและดูแลหุ้น  
For foreign shareholders who have custodians in Thailand only.

อากรแสตมป์ 20.- บาท  
Stamp Duty 20.- Baht

หนังสือมอบฉันทะ  
(PROXY FORM)

แบบ ค. (Form C)

เขียนที่ \_\_\_\_\_  
Made at

วันที่ \_\_\_\_\_  
Date

(1) ข้าพเจ้า \_\_\_\_\_ สัญชาติ \_\_\_\_\_  
I (We), Nationality

สำนักงานตั้งอยู่เลขที่ \_\_\_\_\_  
having the registered address at No. \_\_\_\_\_

ในฐานะผู้ประกอบธุรกิจเป็นผู้รับฝากและดูแลหุ้น (Custodian) ให้กับ \_\_\_\_\_  
as being the custodian of \_\_\_\_\_

ซึ่งเป็นผู้ถือหุ้นของบริษัท ฮิตาชิ เคมิคอล สโตเรจ แบตเตอรี่ (ประเทศไทย) จำกัด (มหาชน)

being a shareholder of Hitachi Chemical Storage Battery (Thailand) Public Company Limited,

โดยถือหุ้นจำนวนทั้งสิ้นรวม \_\_\_\_\_ หุ้น และออกเสียงลงคะแนนได้เท่ากับ \_\_\_\_\_ เสียง ดังนี้  
holding a total number of \_\_\_\_\_ shares, and entitled to vote in the number of \_\_\_\_\_ votes as follows:

หุ้นสามัญ \_\_\_\_\_ หุ้น ออกเสียงลงคะแนนได้เท่ากับ \_\_\_\_\_ เสียง  
Ordinary shares of \_\_\_\_\_ shares, entitled to vote in the number of \_\_\_\_\_ votes

หุ้นบุริมสิทธิ \_\_\_\_\_ หุ้น ออกเสียงลงคะแนนได้เท่ากับ \_\_\_\_\_ เสียง  
Preference shares of \_\_\_\_\_ shares, entitled to vote in the number of \_\_\_\_\_ votes

(2) ขอมอบฉันทะให้

Hereby grant

\_\_\_\_\_ อายุ \_\_\_\_\_ ปี  
age \_\_\_\_\_ years

อยู่บ้านเลขที่ \_\_\_\_\_ ถนน \_\_\_\_\_ ตำบล/แขวง \_\_\_\_\_  
Residing at No. \_\_\_\_\_ Road \_\_\_\_\_ Sub-district

อำเภอ/เขต \_\_\_\_\_ จังหวัด \_\_\_\_\_ รหัสไปรษณีย์ \_\_\_\_\_  
District \_\_\_\_\_ Province \_\_\_\_\_ Postal Code

หรือ  นาย นทพล นิมสมบุญ กรรมการอิสระและประธานกรรมการตรวจสอบ อายุ 76 ปี  
or Mr. Nontaphon Nimsomboon, Independent Director and Chairman of the Audit Committee, age 76 years

อยู่บ้านเลขที่ 27/22 ซอยประชานิimit(ประดิพัทธ์10) ถนนประดิพัทธ์ แขวงพญาไท เขตพญาไท

กรุงเทพมหานคร

Residing at No. 27/22 Soi Prachanimit (Pradipat 10), Pradipat Road, Kwaeng Phayathai, Khet Phayathai, Bangkok Metropolis.

หรือ  นายสุชาติ จันลาวงค์ กรรมการอิสระและกรรมการตรวจสอบ อายุ 73 ปี  
or Mr. Suchat Chanlawong, Independent Director and Audit Committee, age 73 years

อยู่บ้านเลขที่ 33/1196 ถนนลาดพร้าว (ซอย 53) แขวงลาดพร้าว เขตลาดพร้าว กรุงเทพมหานคร  
Residing at No. 33/1196 Latphrao Road (Soi 53), Kwaeng Latphrao, Khet Latphrao, Bangkok Metropolis.

คนหนึ่งคนใดเพียงคนเดียวเป็นผู้แทนของข้าพเจ้าเพื่อเข้าร่วมประชุมและออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมผู้ถือหุ้นร่วมระหว่างผู้ถือหุ้นของบริษัท ฮิตาชิ เคมิคอล สโตเรจ แบตเตอรี่ (ประเทศไทย) จำกัด (มหาชน) กับผู้ถือหุ้นของบริษัท ฮิตาชิ เคมิคอลเกตเวย์ แบตเตอรี่ (ประเทศไทย) จำกัด เพื่อพิจารณาเรื่องต่างๆ ของบริษัทใหม่ที่จะเกิดจากการควบบริษัท ณ ห้องประชุม บริษัท ฮิตาชิ เคมิคอล สโตเรจ แบตเตอรี่ (ประเทศไทย) จำกัด (มหาชน) เลขที่ 387 หมู่ที่ 4 ซอยพัฒนา 3 ถนนสุขุมวิท นิคมอุตสาหกรรมบางปู ตำบลแพรกษา อำเภอเมือง สมุทรปราการ ที่จะพึงเลื่อนไปในวัน เวลา และสถานที่อื่นด้วย

only anyone person as my (our) proxy to attend and vote on my (our) behalf at the joint shareholders' meeting between shareholders of Hitachi Chemical Storage Battery (Thailand) Public Company Limited and shareholders of Hitachi Chemical Gateway Battery (Thailand) Company Limited to consider the significant matters of the new company formed as a result of the amalgamation, to be held on 30 September 2020, at 10.00 hrs., at The meeting room of Hitachi Chemical Storage Battery (Thailand) Public Company Limited located at 387 Moo 4, Soi Patana 3 Sukhumvit Rd., Bangpoo Industrial Estate, Praekasa, Muang, Samutprakarn, or at any adjournment thereof to any other date, time and venue.



(3) ข้าพเจ้าขอมอบฉันทะให้ผู้รับมอบฉันทะเข้าร่วมประชุมและออกเสียงลงคะแนนในครั้งนี้ ดังนี้

I (we) hereby grant my (our) proxy to attend and vote at this occasion as follows:

- มอบฉันทะตามจำนวนหุ้นทั้งหมดที่ถือและมีสิทธิออกเสียงลงคะแนนได้

Grant proxy the total amount of shares holding and entitled to votes.

- มอบฉันทะบางส่วนคือ

Grant partial shares of

หุ้นสามัญ \_\_\_\_\_ หุ้น และมีสิทธิออกเสียงลงคะแนนได้ \_\_\_\_\_ เสียง  
Ordinary shares shares, and entitled to vote in the number of votes

หุ้นบุริมสิทธิ \_\_\_\_\_ หุ้น และมีสิทธิออกเสียงลงคะแนนได้ \_\_\_\_\_ เสียง  
Preference shares shares, and entitled to vote in the number of votes

รวมสิทธิออกเสียงลงคะแนนได้ทั้งหมด \_\_\_\_\_ เสียง

The total entitled number of votes accounts for \_\_\_\_\_ votes

(4) ข้าพเจ้าขอมอบฉันทะให้ผู้รับมอบฉันทะออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมครั้งนี้ ดังนี้

I (we) hereby grant my (our) proxy to vote at this Meeting as follows:

- วาระที่ 1. พิจารณาชื่อของบริษัทใหม่

Agenda 1. To consider the name of the New Company.

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(a) My (our) proxy can consider and vote on behalf of me (us) as he/she may think fit in all respects.

- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(b) My (our) proxy shall vote in accordance with my (our) intention as follows:

เห็นด้วย  ไม่เห็นด้วย  งดออกเสียง  
Approve Disapprove Abstain

- วาระที่ 2. พิจารณาวัตถุประสงค์ของบริษัทใหม่

Agenda 2. To consider the objectives of the New Company.

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(a) My (our) proxy can consider and vote on behalf of me (us) as he/she may think fit in all respects.

- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(b) My (our) proxy shall vote in accordance with my (our) intention as follows:

เห็นด้วย  ไม่เห็นด้วย  งดออกเสียง  
Approve Disapprove Abstain

- วาระที่ 3. พิจารณาทุนจดทะเบียน จำนวนหุ้น มูลค่าหุ้น และทุนชำระแล้วของบริษัทใหม่

Agenda 3. To consider the amount of the registered capital, number of shares, par value and paid-up capital of the New Company.

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(a) My (our) proxy can consider and vote on behalf of me (us) as he/she may think fit in all respects.

- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(b) My (our) proxy shall vote in accordance with my (our) intention as follows:

เห็นด้วย  ไม่เห็นด้วย  งดออกเสียง  
Approve Disapprove Abstain

- วาระที่ 4. พิจารณาจัดสรรหุ้นของบริษัทใหม่

Agenda 4. To consider the allotment of shares of the New Company.

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(a) My (our) proxy can consider and vote on behalf of me (us) as he/she may think fit in all respects.

- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(b) My (our) proxy shall vote in accordance with my (our) intention as follows:

เห็นด้วย  
Approve

ไม่เห็นด้วย  
Disapprove

งดออกเสียง  
Abstain

วาระที่ 5. พิจารณางานหนังสือบริคณห์สนธิของบริษัทใหม่

Agenda 5. To consider the Memorandum of Association of the New Company.

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร  
(a) My (our) proxy can consider and vote on behalf of me (us) as he/she may think fit in all respects.

(ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้  
(b) My (our) proxy shall vote in accordance with my (our) intention as follows:  
 เห็นด้วย                       ไม่เห็นด้วย                       งดออกเสียง

วาระที่ 6. พิจารณาข้อบังคับของบริษัทใหม่

Agenda 6. To consider the Articles of Association of the New Company.

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร  
(a) My (our) proxy can consider and vote on behalf of me (us) as he/she may think fit in all respects.

(ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้  
(b) My (our) proxy shall vote in accordance with my (our) intention as follows:  
 เห็นด้วย                       ไม่เห็นด้วย                       งดออกเสียง

วาระที่ 7. พิจารณาเลือกตั้งกรรมการของบริษัทใหม่

Agenda 7. To consider the election of the directors of the New Company.

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร  
(a) My (our) proxy can consider and vote on behalf of me (us) as he/she may think fit in all respects.

(ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้  
(b) My (our) proxy shall vote in accordance with my (our) intention as follows:

การเลือกตั้งกรรมการเป็นรายบุคคล

Election of each director.

(1) ชื่อกรรมการ : นายมิซาโอ นากะกาวา  
Director's Name : Mr. Misao Nakagawa  
 เห็นด้วย                       ไม่เห็นด้วย                       งดออกเสียง  
Approve                                      Disapprove                                      Abstain

(2) ชื่อกรรมการ : นายฮิโรอากิ ยามากูชิ  
Director's Name : Mr. Hiroaki Yamaguchi  
 เห็นด้วย                       ไม่เห็นด้วย                       งดออกเสียง  
Approve                                      Disapprove                                      Abstain

(3) ชื่อกรรมการ : นายโทชิโนริ โอสุมิ  
Director's Name : Mr. Toshinori Osumi  
 เห็นด้วย                       ไม่เห็นด้วย                       งดออกเสียง  
Approve                                      Disapprove                                      Abstain

(4) ชื่อกรรมการ : นายมาซามิจิ ซาโตะ  
Director's Name : Mr. Masamichi Saito  
 เห็นด้วย                       ไม่เห็นด้วย                       งดออกเสียง  
Approve                                      Disapprove                                      Abstain

(5) ชื่อกรรมการ : นายทาคาฮิโร โทมียามา  
Director's Name : Mr. Takahiro Tomiyama  
 เห็นด้วย                       ไม่เห็นด้วย                       งดออกเสียง  
Approve                                      Disapprove                                      Abstain



- (6) ชื่อกรรมการ : นายมาซาคัทสึ ซูซูกิ  
Director's Name : Mr. Masakatsu Suzuki  
 เห็นด้วย  ไม่เห็นด้วย  งดออกเสียง  
Approve Disapprove Abstain
- (7) ชื่อกรรมการ : นายนนทพล นิมสมบุญ (กรรมการอิสระ)  
Director's Name : Mr. Nontaphon Nimsomboon (Independent Director)  
 เห็นด้วย  ไม่เห็นด้วย  งดออกเสียง  
Approve Disapprove Abstain
- (8) ชื่อกรรมการ : นายอภิชัย ชวเจริญพันธ์ (กรรมการอิสระ)  
Director's Name : Mr. Apichai Chvajarempun (Independent Director)  
 เห็นด้วย  ไม่เห็นด้วย  งดออกเสียง  
Approve Disapprove Abstain
- (9) ชื่อกรรมการ : นายสุชาติ จันลาวงศ์ (กรรมการอิสระ)  
Director's Name : Mr. Suchat Chanlawong (Independent Director)  
 เห็นด้วย  ไม่เห็นด้วย  งดออกเสียง  
Approve Disapprove Abstain

วาระที่ 8. พิจารณากำหนดอำนาจกรรมการของบริษัทใหม่

Agenda 8. To consider the authority of the directors of the New Company.

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร  
(a) My (our) proxy can consider and vote on behalf of me (us) as he/she may think fit in all respects.
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้  
(b) My (our) proxy shall vote in accordance with my (our) intention as follows:  
 เห็นด้วย  ไม่เห็นด้วย  งดออกเสียง

วาระที่ 9. พิจารณากำหนดค่าตอบแทนกรรมการของบริษัทใหม่

Agenda 9. To consider the remuneration of the directors of the New Company.

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร  
(a) My (our) proxy can consider and vote on behalf of me (us) as he/she may think fit in all respects.
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้  
(b) My (our) proxy shall vote in accordance with my (our) intention as follows:  
 เห็นด้วย  ไม่เห็นด้วย  งดออกเสียง

วาระที่ 10. พิจารณาเลือกตั้งผู้สอบบัญชีของบริษัทใหม่และกำหนดค่าสอบบัญชี

Agenda 10. To consider the appointment of the auditor of the New Company and the determination of the audit fee.

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร  
(a) My (our) proxy can consider and vote on behalf of me (us) as he/she may think fit in all respects.
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้  
(b) My (our) proxy shall vote in accordance with my (our) intention as follows:  
 เห็นด้วย  ไม่เห็นด้วย  งดออกเสียง  
Approve Disapprove Abstain

วาระที่ 11. พิจารณาเรื่องอื่นๆ ที่จำเป็นในการควบบริษัท (ถ้ามี)

Agenda 11. To consider other matters necessary for the Amalgamation (if any).

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร  
(a) My (our) proxy can consider and vote on behalf of me (us) as he/she may think fit in all respects.
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้  
(b) My (our) proxy shall vote in accordance with my (our) intention as follows:  
 เห็นด้วย  ไม่เห็นด้วย  งดออกเสียง  
Approve Disapprove Abstain

- (5) การลงคะแนนเสียงของผู้รับมอบฉันทะในวาระใดที่ไม่เป็นไปตามที่ระบุไว้ในหนังสือมอบฉันทะนี้ ให้ถือว่าการลงคะแนนเสียงนั้นไม่ถูกต้อง และไม่ถือเป็นการลงคะแนนเสียงของผู้ถือหุ้น

The vote of the proxy in any agenda which does not follow those specified in this proxy form, it shall be deemed that such vote is incorrect and it is not voted by the shareholder.

- (6) ในกรณีที่ข้าพเจ้าไม่ได้ระบุความประสงค์ในการออกเสียงลงคะแนนในวาระใดไว้ หรือระบุไว้ไม่ชัดเจน หรือในกรณีที่ที่ประชุมมีการพิจารณาหรือลงมติในเรื่องใดนอกเหนือจากเรื่องที่ระบุไว้ข้างต้น รวมถึงกรณีที่มีการแก้ไขเปลี่ยนแปลงหรือเพิ่มเติมข้อเท็จจริงประการใด ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

In case I (we) do not specify or not clearly specify my (our) intention to vote in any agenda or in case the Meeting considers or votes in the matters other than the matters specified above, including there is the amendment or addition to any facts, the proxy can consider and vote on behalf of me (us) in all respects as he/she may think fit.

กิจการใดที่ผู้รับมอบฉันทะได้กระทำไปในการประชุม เว้นแต่กรณีที่ผู้รับมอบฉันทะไม่ออกเสียงตามที่ข้าพเจ้าระบุในหนังสือมอบฉันทะ ให้ถือเสมือนว่าข้าพเจ้าได้กระทำเองทุกประการ

Any act(s) undertaken by the proxy at such meeting, except in case the proxy does not vote as I (we) specified in this proxy, shall be deemed as my (our) own act(s) in every respect.

ลงชื่อ \_\_\_\_\_ ผู้มอบฉันทะ  
Signed ( \_\_\_\_\_ ) Grantor

ลงชื่อ \_\_\_\_\_ ผู้รับมอบฉันทะ  
Signed ( \_\_\_\_\_ ) Proxy

ลงชื่อ \_\_\_\_\_ ผู้รับมอบฉันทะ  
Signed ( \_\_\_\_\_ ) Proxy

ลงชื่อ \_\_\_\_\_ ผู้รับมอบฉันทะ  
Signed ( \_\_\_\_\_ ) Proxy

#### หมายเหตุ/Remarks

- หนังสือมอบฉันทะแบบ ค. นี้ใช้เฉพาะกรณีที่ผู้ถือหุ้นที่ปรากฏชื่อในทะเบียนเป็นผู้ลงทุนต่างประเทศและแต่งตั้งให้คัสโตเดียน (Custodian) ในประเทศไทยเป็นผู้รับฝากและดูแลหุ้นให้เท่านั้น  
The Proxy Form C. only use for shareholder whose names appearing in the foreign investors registration and he/she appointed a custodian in Thailand to be responsible for safeguarding shares only.
- หลักฐานที่ต้องแนบพร้อมกับหนังสือมอบฉันทะ คือ  
Documents and evidences to be enclosed with the proxy form are:  
(1) หนังสือมอบอำนาจจากผู้ถือหุ้นให้คัสโตเดียน (Custodian) เป็นผู้ดำเนินการลงนามในหนังสือมอบฉันทะแทน  
Power of attorney from the shareholders authorizes a custodian to sign the Proxy Form on behalf of the shareholder  
(2) หนังสือยืนยันว่าผู้ลงนามในหนังสือมอบฉันทะแทนได้รับอนุญาตประกอบธุรกิจ คัสโตเดียน (Custodian)  
Confirmation Letter to certify that the signer in the Proxy Form have a permit to act as a Custodian
- ผู้ถือหุ้นที่มอบฉันทะจะต้องมอบฉันทะให้ผู้รับมอบฉันทะเพียงรายเดียวเป็นผู้เข้าประชุมและออกเสียงลงคะแนน ไม่สามารถแบ่งแยกจำนวนหุ้นให้ผู้รับมอบฉันทะหลายคนเพื่อแยกการลงคะแนนเสียงได้  
A shareholder shall grant only one proxy to attend and vote on his/her behalf at the meeting, and cannot divide his/her shares for several proxies to vote separately.
- วาระเลือกตั้งกรรมการสามารถเลือกตั้งกรรมการทั้งชุดหรือเลือกตั้งกรรมการเป็นรายบุคคล  
In agenda for election of director(s) can vote to elect all directors or each director.
- ในกรณีที่วาระที่จะพิจารณาในการประชุมมากกว่าวาระที่ระบุไว้ข้างต้น ผู้มอบฉันทะสามารถระบุเพิ่มเติมได้ในใบประจำต่อแบบหนังสือมอบฉันทะแบบ ค. ตามแนบ  
In case there are more agendas for consideration at the meeting than the agendas specified above, the grantor of the proxy could additionally specify in the Annex to the Proxy Form C as attached.



ใบประจำต่อแบบหนังสือมอบฉันทะแบบ ค.  
Annex to the Proxy Form C.

การมอบฉันทะในฐานะเป็นผู้ถือหุ้นของบริษัท ฮิตาชิ เคมิคอล สโตเรจ แบตเตอรี่ (ประเทศไทย) จำกัด (มหาชน)  
Grant of proxy as a shareholder of Hitachi Chemical Storage Battery (Thailand) Public Company Limited

ในการประชุมผู้ถือหุ้นร่วมระหว่างผู้ถือหุ้นของบริษัท ฮิตาชิ เคมิคอล สโตเรจ แบตเตอรี่ (ประเทศไทย) จำกัด (มหาชน) กับ  
ผู้ถือหุ้นของบริษัท ฮิตาชิ เคมิคอล เกตเวย์ แบตเตอรี่ (ประเทศไทย) จำกัด เพื่อพิจารณาเรื่องต่างๆ ของบริษัทใหม่ที่จะเกิดจากการควบ  
บริษัท ณ ห้องประชุม บริษัท ฮิตาชิ เคมิคอล สโตเรจ แบตเตอรี่ (ประเทศไทย) จำกัด (มหาชน) เลขที่ 387 หมู่ที่ 4 ซอยพัฒนา 3 ถนน  
สุขุมวิท นิคมอุตสาหกรรมบางปู ตำบลแพรกษา อำเภอเมือง สมุทรปราการ หรือที่จะพึงเลื่อนไปในวัน เวลา และสถานที่อื่นด้วย

At the joint shareholders' meeting between shareholders of Hitachi Chemical Storage Battery (Thailand) Public Company Limited and  
shareholders of Hitachi Chemical Gateway Battery (Thailand) Company Limited to consider the significant matters of the new company formed as  
a result of the amalgamation, to be held on 30 September 2020, at 10.00 hrs., at The meeting room of Hitachi Chemical Storage Battery (Thailand)  
Public Company Limited located at The meeting room of Hitachi Chemical Storage Battery (Thailand) Public Company Limited located at 387  
Moo 4, Soi Patana 3 Sukhumvit Rd., Bangpoo Industrial Estate, Praekasa, Muang, Samutprakarn, or at any adjournment thereof to any other date,  
time and venue.

วาระที่ \_\_\_\_\_ เรื่อง \_\_\_\_\_  
Agenda Subject

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร  
(a) My (our) proxy can consider and vote on behalf of me (us) as he/she may think fit in all respects.

(ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้  
(b) My (our) proxy shall vote in accordance with my (our) intention as follows:

เห็นด้วย\Approve       ไม่เห็นด้วย\Disapprove       งดออกเสียง\Abstain

วาระที่ \_\_\_\_\_ เรื่อง \_\_\_\_\_  
Agenda Subject

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร  
(a) My (our) proxy can consider and vote on behalf of me (us) as he/she may think fit in all respects.

(ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้  
(b) My (our) proxy shall vote in accordance with my (our) intention as follows:

เห็นด้วย\Approve       ไม่เห็นด้วย\Disapprove       งดออกเสียง\Abstain

วาระที่ \_\_\_\_\_ เรื่อง \_\_\_\_\_  
Agenda Subject

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร  
(a) My (our) proxy can consider and vote on behalf of me (us) as he/she may think fit in all respects.

(ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้  
(b) My (our) proxy shall vote in accordance with my (our) intention as follows:

เห็นด้วย\Approve       ไม่เห็นด้วย\Disapprove       งดออกเสียง\Abstain

วาระที่ \_\_\_\_\_ เรื่องเลือกตั้งกรรมการ (ต่อ)  
Agenda Subject Election of directors (continue).

ชื่อกรรมการ (Director's Name): \_\_\_\_\_  
 เห็นด้วย\Approve       ไม่เห็นด้วย\Disapprove       งดออกเสียง\Abstain

ชื่อกรรมการ (Director's Name): \_\_\_\_\_  
 เห็นด้วย\Approve       ไม่เห็นด้วย\Disapprove       งดออกเสียง\Abstain

ชื่อกรรมการ (Director's Name): \_\_\_\_\_  
 เห็นด้วย\Approve       ไม่เห็นด้วย\Disapprove       งดออกเสียง\Abstain

ชื่อกรรมการ (Director's Name): \_\_\_\_\_  
 เห็นด้วย\Approve       ไม่เห็นด้วย\Disapprove       งดออกเสียง\Abstain

The joint shareholders' meeting between shareholders of Hitachi Chemical Storage Battery (Thailand) Public Company Limited and shareholders of Hitachi Chemical Gateway Battery (Thailand) Company Limited

to consider the significant matters of the new company formed as a result of the amalgamation



ณ ห้องประชุม บริษัท ฮิตาชิ เคมีคอล สโตร์ แบตเตอรี่ (ประเทศไทย) จำกัด (มหาชน)

At meeting room, Hitachi Chemical Storage battery (Thailand) PLC.

387 หมู่4 ซ.พัฒนา 3 ถ.สุขุมวิท นิคมอุตสาหกรรมบางปู ต.แพรกษา อ.เมือง จ.สมุทรปราการ 10280

387 Moo4, Soi Patana 3, Sukhumvit Rd., Bangpoo Industrial Estate, Praekasa, Muang District Samutprakam 10280 Thailand

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