



Invitation to attend the AGM Y2021

ARIP Public Company Limited

Thursday 8th April 2021

as from 2.00 p.m., at MS SIAM Tower

Conference Room, 31st Floor, 1023 MS Siam Tower,

Rama III Road, Chong Nonsi, Yannawa

Bangkok 10120



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ARIP 65/2021

March 9, 2021

Subject: Invitation to the Annual General Meeting of Shareholders 2021 (AGM)

Attention: Shareholders of ARIP Public Company Limited

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ARIP Public Company Limited will arrange the 2021 Annual General Meeting of Shareholders on April 8, 2021 as from 2.00 p.m. at, Conference Room, 31st Floor, MS SIAM Tower, 1023 Rama III Road, Chong Nonsi, Yannawa, Bangkok 10120, to consider the following agendas.

Agenda 1 To certify the Minutes of the Annual General Meeting of Shareholders 2020

Objective and Rationales: The Annual General Meeting of Shareholders 2020 was held on August 4, 2020. A copy of the Minutes of the meeting was submitted to The Stock Exchange of Thailand within 14 days after the meeting. The Company published the Minutes through its web site (www.aripplc.com) in order to notify all shareholders and allow them to check the accuracy. (Enclosure 1)

Opinion of the Board: The Board of Directors deems it appropriate to propose to the AGM to certify the Minute of the Annual General Meeting of Shareholders 2020.

Agenda 2 To acknowledge the report on the Company’s operating results and the Annual Report 2020

Objective and Rationales: According to the Company’s operating results for the year ended December 31, 2020, the Company’s total revenue was 224.77 million Baht and was net profit of 3.56 million Baht. The detailed of the Company’s operating results are provided in the Annual Report 2020, published through SET, The Company’s website and QR Code in Registration form. (Enclosure 8)

Opinion of the Board: The Board of Directors deems it appropriate to propose to the AGM to acknowledge the Company’s operating results and the Annual report 2020.

Agenda 3 To consider and approve the Audited Statements of Financial Position and Statements of Comprehensive Income for the year ended December 31, 2020

Objective and Rationales: In compliance with Section 112 of the Public Limited Companies Act B.E. 2535, under title “Financial Statement” The Board shall prepare the Company’s Audited Statements of Financial Position and Statements of Comprehensive Income for the year ended December 31, 2020, which have been audited by the authorized auditors and reviewed by Audit Committee, and submitted to the AGM for approval.

Opinion of the Board: The Board of Directors deems it appropriate to propose to the AGM to consider and approve the Company’s Statements of Financial Position and Statements of Comprehensive Income for the year ended December 31, 2020, which have been audited by the authorized auditors.

Agenda 4 To consider and approve the omission of dividend distribution from operating results for the year ended December 31, 2020

Objective and Rationales: According to the Company’s operating result for the year ended December 31, 2020, the Company’s total revenue was 224.77 Million Baht. In 2020, even though the Company’s operation result was net profit of 3.56 million Bath and total comprehensive income of 1.52 Million Baht of 3.28 Million Baht, the Company has deficit. The Board proposed to omit the dividend distribution.

Dividend payments for Y2018-2020

Details of dividend payment	2020*	2019	2018
1. Total Revenue (Million Baht)	224.77	164.55	135.72
2. Net Profit after Tax (Million Baht)	3.56	1.33	3.40
3. Total comprehensive income for the year (Million Baht)	1.52	1.33	2.42
4. Deficit as at December 31 (Million Baht)	(3.28)	(4.81)	(6.13)
5. No. of shares-issued and paid up (Million Share)	466	466	466
6. Dividend Per share (Baht)	-	-	-

*To be proposed to Annual General Meeting 2021 for further consideration and approval.

The Company has a policy to pay dividend of not less than 50% of net profit after taxation. However, the payout ratio may be lower if the Company plans to expand its operations.

The dividend omission complies with Section 115 of the Public Limited Companies Act and the Company's dividend policy following on Article 40. (Enclosure 3)

Opinion of the Board: The Board of Directors deems it appropriate to propose to the AGM to consider and approve the omission of dividend distribution from the Company's operating results Y2020.

Agenda 5 To consider and approve the appointment of new directors replacing those retired by rotation

Objective and Rationales: The Public Limited Companies Act 1992 and the Company's Association Article 17, at least one-third or the closest number to one-third of the directors shall vacate offices at every the Annual General Meeting of Shareholders. The directors who were due to retire by rotation in the 2021 Annual General Meeting of Shareholders would be as follows:

1. Mr. Min Intanate Director & Executive Chairman
2. Dr. Wilson Teo Yong Peng Director
3. Miss Sunee Mattanyukul Independent Director

The Company announced on the Company's web site (<http://www.aripplc.com>) to invite all minority shareholders to nominate qualified persons to be appointed as the Company's directors from December 1-31, 2020. However, there was no shareholder nominated any person to be appointed as the Company's director.

The Nomination and Remuneration Committee to consider persons with educational qualification, knowledge, competency and experiences that will be beneficial to the Company, and are qualified as required by the Public Limited Company Act 1992 and the Securities and Exchange Act. The Board of Directors considers the candidates nominated by the committee and, if the Board of Directors agrees, will propose them to the AGM for approval.

In this nomination, The Nomination and Remuneration Committee deemed it appropriate to propose to the Board of Directors to consider and approve the three of retiring directors by rotation to their offices as directors for another term. Brief qualifications of the three retiring directors are detailed in Enclosure 2.

Opinion of the Board: Individuals who have been nominated in this process of moderation by the Company's Board of Directors, which the nominee's qualifications are suitable for the Company's businesses. There are no minority shareholders proposed candidates for the nomination. The Board of Directors deems it appropriate to propose to the AGM to consider and approve the appointment of Mr. Min Intanate, Dr. Wilson Teo Yong Peng and Miss Sunee Mattanyukul who's been retiring as directors by rotation to return to their offices as directors for another term. To comply with the principles of good corporate governance, the Company shall be vote for each nominated director.

Agenda 6 To consider and approve determination of the Directors' remuneration

Objective and Rationales: The Company has appointed the Nomination and Remuneration Committee to consider the remuneration of the Board of Directors. However, the Nomination and Remuneration Committee determined the remuneration from experience, the performance obligations and responsibilities of the directors, by comparing with other companies in the same industry or companies that perform similar business.

The Nomination and Remuneration Committee has considered the remuneration of the Board of Directors and sub-committees as follows:

Directors' remuneration for Y2020-2021

Name-Last Name	Position	Remuneration (Baht/month)		Increase (decrease)
		2021	2020	
1. Mr.Manu Leopaiprote ⁽¹⁾	Chairman of the Board	273,000	273,000	-
2. Mr.Min Intanate ⁽²⁾	Director	-	-	-
	Executive Chairman	150,000	150,000	-
3. Mr.Boonlerd Narathai ⁽²⁾	Director	-	-	-
4. Mr.Prayoon Rattanachaiyanont	Director	20,000	20,000	-
5. Dr.Wilson Teo Yong Peng ⁽³⁾	Director	-	-	-
6. Gp.Capt.Isaraya Sukcharoen	Independent Director,	20,000	20,000	-
	Chairman of AC	30,000	30,000	-
	Member of NRC	-	-	-
	Chairman of CG	-	-	-
7. Assoc.Prof.Rana Pongruengphant, Ph.D.	Independent Director,	20,000	20,000	-
	Member of AC	20,000	20,000	-
	Chairman of NRC	-	-	-
	Member of CG	-	-	-
8. Ms.Sunee Mattanyukul	Independent Director,	20,000	20,000	-
	Member of AC	20,000	20,000	-
	Member of NRC	-	-	-
	Member of CG	-	-	-
Total		573,000	573,000	-
Allowance per attendance				
The Board of Directors' meeting		5,000	5,000	-
The Audit Committees' meeting		- None -	- None -	-
The Nomination and Remuneration Committees' meeting		5,000	5,000	-
The Corporate Governance committee		5,000	5,000	-
Other Benefits	The Board of Directors and Sub-Committees	- None -	- None -	-

Remark: (1) Mr. Manu Leopaiprote, Chairman of the Board has requested a reduction to remuneration down 73,000 Baht, from 273,000 baht to 200,000 Baht per month since April 2016 until now.

(2) Mr. Min Intanate and Mr.Boonlerd Narathai offered to waive the Director's remuneration.

(3) Dr. Wilson Teo Yong Peng offered to waive the Director's remuneration and the Board of Director's meeting allowances.

Authorities and Duties of the Board of Directors and sub-committee were described in the Annual Report under title "Management structure"

Opinion of the Board: The Board of Directors deems it appropriate to propose to the AGM to consider and approve the directors' remuneration as per details above.

Agenda 7 To consider and approve the appointment of auditor and determination of auditor's remuneration for Y2021

Objective and Rationales: Section 120 of the Public Limited Company Act requires that the Annual General Meeting of shareholders appoint auditors and determine their remuneration and Article 33 (6) To approve the appointment of the Company's auditor of the Company's Articles of Association (Enclosure 3).

The Audit Committee has been considering the qualifications of auditors and audit fee that in Y2020, EY Office Limited is an experienced auditor firm, which are famous and generally accepted. The nominated auditors are not contrary to the SET, no relationship with, or any interest with the Company, Executives, major shareholders or any related persons, which may have an impact on performing tasks independently. The Board of Directors shall ensure that the Auditor can perform its tasks in time.

List of auditors' name proposed by EY Office Limited

Name	CPA Registration Number	Years of auditing the Company
Ms.Kirdsiri Kanjanaprakasit	6014	-
Ms.Orawan Techawatanasirikul	4807	-
Ms.Rosaporn Decharkom	5659	-
Ms.Sumana Punpongsanon	5872	-

In Y2021, the audit fee will be settled at the total of 1,280,000 Baht per year which equal to the last year; as the below detail,

Description	2021	2020	Increase (decrease)
1. Audit fee	740,000	740,000	-
2. Review quarterly Report	360,000	360,000	-
3. Review Annual Report	100,000	100,000	-
4. Review BOI	80,000	80,000	-
Total	1,280,000	1,280,000	-

The Audit Committee agreed to propose to the Board of Directors to appoint EY Office Limited as the Company's auditor for Y2021 with an auditing fee of 1,280,000 Baht per year excluding other expenses.

The Company has no subsidiary; therefore, there is no auditor appointment and no audit fee.

Opinion of the Board: The Board of Directors deems it appropriate to propose to the AGM to consider and approve the appointment of EY Office Limited as the auditor for Y2021 with an audit fee at the total amount of 1,280,000 Baht per year excluding other expenses.

Agenda 8 To consider other business (if any)

The Company has to set the record date on which shareholders have the rights to attend the Annual General Meeting of Shareholders 2021 on March 8, 2021.

The shareholders are cordially invited to attend the Meeting on the date, and at time and place as mentioned above. For the convenience of registration process, the Company will arrange the register from 1:00 p.m. If any shareholder is unable to attend the meeting, such shareholder may appoint a proxy to attend the meeting by filling in the information and affixing the shareholder's signature in the attached Proxy Form. The completed form together with the required documents must be produced before attending the meeting. Shareholders can appoint any persons or the Company's independent director to attend the meeting on their behalf.

Yours sincerely,
ARIP Public Company Limited



Mr. Manu Leopaïrote
Chairman of the Board

The Minutes of the Annual General Meeting of Shareholders 2020 ARIP Public Company Limited

The meeting was held on August 4, 2020 at 2.00 p.m. ASIC Meeting Room, 31st Floor MS Siam Tower, 1023 Rama III Road, Chong Nonsi, Yannawa, Bangkok 10120.

Mr.Chanchai Boonyasurakul, the Company's Secretary, welcomed the shareholders to the Annual General Meeting of Shareholders 2020 of ARIP Public Company Limited and declared that the meeting had been attended the meeting in person and by proxy

	Number of person	Number of shares	Percentage of total shareholders attending the meeting
Either by the shareholder in person	21	222,619,301	70.2580
Proxies accounting	13	94,240,610	29.7420

Total 34 shareholders Count of shares 316,859,911 shares or 68.00% of the paid-up shares. The total number of shareholders and proxies attending the meeting exceeded 25 persons and the total number of shares accounted to no less than one-third of the total number of distributed shares, which constituted the quorum stipulated in Article 31 of the Company's Articles of Association. Hence, the Annual General Meeting of Shareholders 2020 was declared opened.

The Company has provided channels and the opportunity that grant the rights of shareholders on 13 May – 12 June, 2020 to propose additional topics to be included in the agenda of the Annual General Meeting of Shareholders 2020, which has no agendas been proposed by the shareholders in the period.

Remarks: In the course of the meeting, there were shareholders gradually attending the meeting. Therefore, at this meeting, there were 36 shareholders for 319,466,411 shares or 68.56% of the paid-up shares. Details of attendees:

	Number of persons	Number of shares	Percentage of total shareholders attending the meeting
Either by the shareholder in person	23	225,225,801	70.5006
Proxies accounting	13	94,240,610	29.4994

The Board of Directors comprising 8 directors, attending the meeting 7 directors or 87.50% of all directors as follows:

- | | | |
|----|---------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------|
| 1. | Mr.Manu Leopairote | Director/ Chairman of the Board |
| 2. | Mr.Min Intanate | Director/ Executive Chairman |
| 3. | Gp.Capt.Isaraya Sukcharoen | Independent Director/Member of Audit Committee/
Member of Nomination and Remuneration Committee
Chairman of Corporate Governance Committee |
| 4. | Assoc.Prof.Rana Pongruengphant, Ph.D. | Independent Director/Member of Audit Committee/
Member of Nomination and Remuneration Committee
Member of Corporate Governance Committee |
| 5. | Mr.Boonlerd Narathai | Director/Chief Executive Officer |
| 6. | Dr.Wilson Teo Yong Peng | Director |
| 7. | Mr.Prayoon Rattanachaiyanont | Director |

Directors absent from the meeting totaling 1 person due to sick

1. Mr.Prakob Visitkitjakarn Independent Director/ Chairman of Audit Committee/
Chairman of Nomination and Remuneration Committee
Member of Corporate Governance Committee

Executives attending the meeting totaling 4 persons: Mr.Thanit Klaewdejsri, Mr.Pornchai Chantarasupasang, Miss Pornpavee Sahawathanapong and Mr.Wittaya Kitchanpaiboon.

Representatives from EY Office Limited namely Miss Juthamas Kraikittiwuth and Miss Natanee Chevarunotai. The Company's Legal Advisor, namely Miss Kitiya Phaksahan.

Shareholder Vote Counting Methods

1. Shareholders who attended the meeting in person and their delegations or proxies received a ballot card while registering for the meeting.

2. The meeting considered each subject matter according to the agendas of the meeting invitation letter. The information was presented based on each agenda item and the shareholders or proxies were entitled to raise any questions before voting on such agenda item. In case the shareholders or proxies wished to raise any questions or express your opinions, you are asked to raise your hands and specify the full names. In case of being delegation or proxy, you had to specify the name of the shareholder whose rights was given to you every time.

3. After you were informed of the details in each agenda, the shareholders who disagreed or abstained from voting on any agenda were asked to vote in the ballot only in agreed agenda and returned the ballots to the Company's Staffs. Agenda 7: The election of the committees to replace those who vacated the office by retirements; the shareholders had to cast their votes individually, and all ballots would be collected and counted including ones specified either as agreed, disagreed, or abstained.

Voided ballot means the ones having the following cases

- (1) Ballot containing marks appearing in more than one slot
- (2) Ballot containing crossed-out word or phrase and not having the shareholders or proxies' signatures
- (3) Excessive number of votes casted

In case the shareholders wish to change their votes, they were required to cross out and sign the ballot every time.

4. All shareholders are entitled to cast one vote per one share. In case the shareholders share specific gain and loss in any agenda, you would not be able to exercise the rights to vote the shares in such agenda.

5. Meeting Resolutions

- Agenda 2 was the matter of report, so there was no vote casting opened.
- Agenda 1, 3, 4, 7, and 9 adhered to majority vote of the shareholders who attended the meeting and casted their votes.
- Agenda 5, 6 adhered to thirds-four of a total number of votes casted by the shareholders attending the meeting
- Agenda 8 adhered to two-thirds of a total number of votes casted by the shareholders attending the meeting

The ballots defined as "disagreed" and "abstained" were taken into consideration by the Company and the rest of the ballots would be considered as "agreed" in each agenda.

Enclosure 1

Please Welcome, Mr. Manu Leoparote, chairman of the Board of directors, presided and addressed the meeting.

Agenda 1. To certify the Minutes of the Annual General Meeting of Shareholders 2019

The Chairman proposed to the Meeting to certify the Minutes of the Annual General Meeting of Shareholders 2019, held on April 10, 2019, a copy of which was presented on pages 10-17 of the invitation letter which was delivered to the shareholders and has been published it through the Company's website (www.aripplc.com).

The meeting certified the Minutes of the Annual General Meeting of Shareholders 2019 by unanimous of the shareholders present at the Meeting and eligible to vote as follows:

- Approved	319,466,411	votes or	100.00	percent
- Disapproved	0	votes or	0.00	percent
- Voided ballots	0	votes		
- Abstained	0	votes		

Agenda 2. To acknowledge the report on the Company's operating results and the Annual Report 2019

The Chairman proposed to the Meeting to acknowledge the Annual Report 2019 which had been delivered to the shareholders in advance together with the invitation letter.

Mr. Boonlerd Narathai, Chief Executive Officer, clarified as follows: Based on the Company's operating results for the fiscal year ended 31 December 2019, the Company had revenues of 165.96 Million Baht and a total net profit of 1.33 Million Baht. In 2019, the Company's important operations are as follows:

1. Media and Content Business - Consumer IT Media has adjusted its media image to more match the content and trends of consumers' behaviors by re-branding ARIPFAN's website to be changed to techhub, the website gathering tips, techniques, how to use IT products, and by changing COMMART's website from previously being the website supporting Commart's Events to be the website supporting IT Buyer guide with reviews of products, which shall be online 365 days a year. This website improvement is to more respond to marketing, starting from making COMMART's website to raise awareness of products by functioning comparisons, buying advice and then closing the sale through Commart's Events held 3 times/year, and consumers can study the applications, tips and techniques via techhub.

- Media Business: Business+ Monthly Magazine is recognized and there are 3 special editions as follows:

■ Top 1000: gathering the top 1,000 companies with maximum revenue and analyzing their businesses in different industrial segments;

■ Top Insurance: gathering the information of companies in insurance industry and;

■ Top University: gathering information related to the universities.

2. Event Business

- Commart was relocated to organize at Bangkok International Trade and Exhibition Center (BITEC) for the first time. It obtained the good support from consumers, especially in Samut Prakan zone, with the increase in sales ranked in the top.

- Awarding Events: Thailand Top Company Award and Thailand SME Award are awarding events for companies with outstanding performance.

- Organize seminars in collaboration with various organizations such as Thailand Digital ID Symposium 2019 which is the event gathering case studies of Digital ID application around the world to show in Thailand and E-Tax Symposium which helps stimulate and educate entrepreneurs in adapting themselves for using E-Tax system.

3. Digital Service Business is divided into 3 categories as follows:

- Digital Agency: use its strength on content to make marketing plans for customers such as administration of social media, online campaigns or website development.

- Multimedia e-bookshelf: create a ready-to-use digital bookshelf for many organizations including tools to enable organizations or entities to transform the paper book into digital format.

- Enterprise learning Platform: it is the platform developed to help personnel in the organization. In 2019, it has combined the capabilities of Multimedia e-bookshelf with the Enterprise learning Platform under the brand name 'Wisimo', to make the products having strengths and competitiveness in the market.

The Company has promoted the Anti-corruption policy requiring the Company including relevant persons in all departments to follow the Anti-corruption policy, and opened channels for whistleblowing or complaints with guidelines for protection.

In 2019, the Company has organized training courses for Employees, Executives and Directors about the Anti-corruption policy committee, and also required Internal Audit Department to assess potential risks. In 2019, there were none of any complaints from internal and external organizations.

This agenda is only for acknowledgement.

The Meeting acknowledged the report on the Company's operation results and the Annual Report 2019.

Agenda 3. To consider and approve the Audited Statements of Financial Position and Statements of Comprehensive Income for the year ended December 31, 2019

The Chairman proposed to the Meeting to approve the Financial Statements which the Board of Directors deemed to have been audited and certified by the auditor and should be approved by the shareholders as per the details presented on pages 176-220 of the Annual Report. Miss Pornpavee Sahawathanapong, CFO, elaborated the Company's operating results in 2019 to the shareholders.

Miss Pornpavee Sahawathanapong, CFO, clarified that the Company's key financial figures as follows: In 2019 Statement of Financial Position, the Company had a total assets of 235 Million Baht, increasing 2 Million Baht compared to previous year. On Page 83 of the Annual Report, Cash and cash equivalents decreased from the previous year for -32 Million Baht, Account receivable increased by 17 Million Baht, Project costs increased by 11 Million Baht, and Intangible assets increased by 9 Million Baht from the investment in Wisimo System. However, a total of liabilities were 28 Million Baht, an increase of 1 Million Baht due to general account payables; and shareholders' equity was 207 Million Baht, an increase of 1.3 Million Baht due to the net profit in 2019. Additionally, current ratio in 2019 was 7 times, slightly lower than that in previous year. However, from this ratio, the Company has a relatively high working capital, debt to equity ratio was 0.13 times, and the par value was 0.44 Baht, close to that in previous year.

Based on Statement of Comprehensive Income in 2019, the Company had revenues of 166 Million Baht, an increase of 29 Million Baht comparing to previous year, due to the increase of event organizer and special project, costs on exhibition arrangement and special projects to be 118 Million Baht, increasing 24 Million Baht compared to previous year. Also, the gross profit was 46 Million Baht, an increase of 5 Million Baht compared to previous year; the expense was 44 Million Baht, increasing 6 Million Baht compared to previous year. Additionally, the reserve for employee benefits has been placed according to the Labor Protection Act; as a result, the net profit for 2019 was 1.3 Million Baht, a decrease of 2 Million Baht compared to previous year. When calculating the gross profit margin it was 27.95%, a decrease of 30.44% compared to previous year. Although the Company had a gross profit increased from previous year, the increased profit margin is lower than the increase of revenue ratio, resulting in the decrease of gross profit compared to previous year. The net profit margin was 0.8%, decreasing from previous year for 2.48%, and earning per share in 2019 was 0.003 Baht.

Mr.Sathaporn Phangnirun, a shareholder, inquired about Page 98-99 of the Annual Report, Notes 9, 10 and 13 of Financial Statement as follows:

1. Inventory in 2019: the cost was 0.74 Million Baht, an obsolete stock reserve of 0.62 Million Baht was set, so and it remains 0.12 Million Baht. How does the Company manage it?
2. Refer to account receivable with outstanding more than 12 months, amounting 0.61 Million Baht, the Company can manage this debt by selling it to any debt collection company, shall it be better?
3. Computers & Equipment: The Company additional purchased them in 2018 in the amount of 0.96 Million Baht, and in 2019, its amount was 0.93 Million Baht, does the Company oblige to buy new equipment every year? Can we manage this expense?
4. Page 23 of the Annual Report about the Summary of Financial Information showed the liquidity ratio of 7 times and the debt to equity ratio at 0.13 only, the Company having a high cash flow in the business is good, but at the same time, does the Company have too much fat? I would like the Company to consider.

Miss Pornpavee Sahawathanapong, CFO, explained that

Enclosure 1

1. Inventory: most of inventories are old books, if the Company's performance is still loss, the Company shall not be entitled to obtain tax privilege from cutting off for donation. In addition, the Company does not have any additional costs to maintain these products, so the management has considered to management the products for utmost benefit of the Company. At the same time, if the Company has activities, the Company will consider to use the inventories first, to reduce expenses from buying external products, it can be seen that the inventories of the Company are continuously reduced.

2. Account Receivable: The Company will take it for consideration, and will study to find further solutions.

3. Computers & Equipment: some of properties used for a long time must be cut off from the account and new computers and equipment have to be bought for replacement in order to work better. Please note that the computers and equipment carried forward at the beginning of 2018 was 21 Million Baht, the ratio of purchasing new assets to replace is very low, all executives have been aware of expenditures in investment for utmost benefit of the Company.

Resolution: The Meeting approved the audited Statement of Financial Position and Statements of Comprehensive Income for the year ended December 31, 2019 by unanimous votes of the shareholders present and eligible to vote as follows:

- Approved	319,466,411	votes or	100.00	percent
- Disapproved	0	votes or	0.00	percent
- Voided ballots	0	votes		
- Abstained	0	votes		

Agenda 4. To consider and approve the omission of dividend distribution from operating results for the year ended December 31, 2019

The Chairman informed the Meeting of the According to the Company's operating result for the year ended December 31, 2019; the Company's total revenue was 165.96 million Baht. In 2019, even though the Company's operation result was net profit of 1.33 million baht. Since the company has accumulated deficit brought forward the Board of Directors therefore deemed it appropriate to stop paying dividends and proposed to the shareholders' meeting shall approve the omission of dividend payment.

Resolution: The Meeting approved the omission of dividend distribution from the Company's operating results for Y2019 by unanimous votes of the shareholders present and eligible to vote as follows:

- Approved	319,466,411	votes or	100.00	percent
- Disapproved	0	votes or	0.00	percent
- Voided ballots	0	votes		
- Abstained	0	votes		

Agenda 5. To consider and approve the changing the objectives of the Company and the amendment of memorandum of association

The Chairman informed the meeting that the Company has a policy to expand its additional businesses in e-Marketplace Platform and the service of Payment Gateway, the Annual General Meeting of Shareholders is proposed to consider of the addition of 15 additional clauses for the Company's objectives, which are Clause 57 - 71, and the application of amendments to Clause 3 of the Memorandum of Association from previously stating that the Company's objectives contain 56 clauses to be 71 clause, to be in line with the amendment of the Company's objectives. (Details shown on Page 4-5 of the meeting invitation letter)

Mr.Sathaporn Phangnirun, a shareholder, suggested that in terms of addition to the Company's objectives, the Company should have a target on how much capital is needed for the operations, plan about the income and profit to complete the project. In next meeting, it will be used to assess how it has been operated.

Mr.Manu Leopairote, Chairman of the Board, clarified that thank you for every comment; we will take them to further proceed.

In this agenda, adhered to thirds-four of a total number of votes casted by the shareholders attending the meeting

Resolution: The Meeting approved the changing the objectives of the Company and the amendment of memorandum of association by unanimous votes of the shareholders attending the meeting as follows.

- Approved	319,466,411	votes or	100.00	percent
- Disapproved	0	votes or	0.00	percent
- Voided ballots	0	votes	0.00	percent
- Abstained	0	votes	0.00	percent

Agenda 6. To consider and approve the amendment of the Company's regulation article

In order to facilitate the arrangement of meeting via electronic media, the Company would like to propose the amendment of the Company's Articles of Association, Clause 44, to be in line with the EMERGENCY DECREE ON ELECTRONIC MEETINGS, B.E. 2563 (2020) (details shown in Page 5 of meeting invitation letter).

Mr.Sathaporn Phangnirun, a shareholder, explained that the electronic meeting must have a system for verifying the identity of shareholders, and in case of shareholders with multiple ports, the shareholder registration numbers will be different, how will the votes be collected for voting? The software must be developed to support, is it possible for the Company to consider it as an additional business for supporting works of affiliated companies or other companies?

Mr.Min Intanate, Chairman of the Executive Board, clarified that there is NDID standard on the verification of identity that is established by the Bank of Thailand and government agencies in issuing an identity credentials because ARIP is in media and content business, we focus on digital media and content-related works. The event business will be served in both online and offline formats, it needs a payment system according to the Company's objectives to be added, so, it is expected that at the end of this year, many online exhibitions shall be organized for various organizations, however, in terms of technical work, it is not registered in the Company's objective, it will be our next step.

In this agenda, adhered to thirds-four of a total number of votes casted by the shareholders attending the meeting

Resolution: The Meeting approved the amendment of the Company's regulation article by unanimous votes of the shareholders attending the meeting as follows:

- Approved	319,466,411	votes or	100.00	percent
- Disapproved	0	votes or	0.00	percent
- Voided ballots	0	votes	0.00	percent
- Abstained	0	votes	0.00	percent

Agenda 7. To consider and approve the appointment of new directors replacing those retired by rotation

The Chairman proposed to the Meeting to consider and appoint new directors replacing those who retire by rotation pursuant to the Public Limited Company Act B.E. 2535 (1992) and the Company's Articles of Association Article 17 which stipulated that at least one-third or the closest number to one-third of the directors shall vacate office at every Annual General Meeting of Shareholders. The directors who were due to retire by rotation in the 2020 Annual General Meeting of Shareholders are as follows:

1. Mr.Boonlerd Narathai Director, chief Executive officer
2. Assoc.Prof.Rana Pongruengphant, Ph.D. Independent Director

The Company announced on the Company's web site (<http://www.aripplc.com>) to invite all minority shareholders to nominate qualified persons to be appointed as the Company's directors from 13 May - 12, June 2020. However, there was no shareholder nominated any person to be appointed as the Company's director.

The Nomination and Remuneration Committee to consider persons with educational qualification, knowledge, competency and experiences that will be beneficial to the Company, and are qualified as required by the Public Limited Company Act 1992 and the Securities and Exchange Act. The Board of Directors considers the candidates nominated by the committee and, if the Board of Directors agrees, will propose them to the AGM for approval.

In this nomination, The Nomination and Remuneration Committee deemed it appropriate to propose to the Board of Directors to consider and approve the two of retiring directors by rotation to their offices as directors for another term. Brief qualifications of the three retiring directors are detailed in Enclosure 2.

Enclosure 1

In order to comply with good corporate governance, the Company required shareholders to vote for individual directors and collected all the ballots defined as “agreed”, “disagreed” and “abstained”, however to speeded up the process, the staffs shall collect only “disagrees” and “abstains” votes from the shareholders to counted the scores. For others ballots as “agrees” votes please handed out to the Company’s staffs before leaving the AGM. For the transparency of the votes in the appointment of directors, the Chairman requested the two of retiring directors to leave from the meeting room.

Resolution: The Meeting approved the two directors who retired by rotation, which included Mr.Boonlerd Narathai and Assoc.Prof. Rana Pongruengphant, by unanimous votes of the shareholders present and eligible to vote as follows.

7.1 Mr. Boonlerd Narathai

- Approved	319,466,411	votes or	100.00	percent
- Disapproved	0	votes or	0.00	percent
- Voided ballots	0	votes		
- Abstained	0	votes		

7.2 Assoc.Prof. Rana Pongruengphant

- Approved	319,466,411	votes or	100.00	percent
- Disapproved	0	votes or	0.00	percent
- Voided ballots	0	votes		
- Abstained	0	votes		

Agenda 8. To consider and approve determination of the directors’ remuneration

The Chairman of the Nomination and Remuneration Committee (NRC) proposes that the meeting consider. However, the NRC determined the remuneration from experience, the performance obligations and responsibilities of the directors, by comparing with other companies in the same industry or companies that perform similar business. The NRC has considered the remuneration of the Board of Directors and sub committees. For the year 2020, a total of 573,000 baht per month, (details as in the invitation letter on page 5).

Directors and sub-committees’ Remuneration 2020 (in Baht)

Monthly remuneration:

Chairman of the Board ⁽¹⁾	273,000	Baht/month
Director/Independent director ⁽²⁾	20,000	Baht/month
Chairman of Audit Committee	30,000	Baht/month
Member of Audit Committee	20,000	Baht/month
Executive Chairman	150,000	Baht/month
Executive Director	-	
Chairman of NRC/Member of NRC	-	
Chairman of CG/Member of CG	-	

The meeting Allowance:

The Board of Directors’	5,000	Baht per attendance.
The Audit Committees’ meeting	- None -	
The Executive Director meeting	- None -	
The Nomination and Remuneration Committees’ meeting	5,000	Baht per attendance
The Corporate Governance committee s’ meeting	5,000	Baht per attendance

Other benefit Board and Sub-Committee - None -

Remark: (1) Mr. Manu Leopairote, Chairman of the Board has requested a reduction to remuneration down 73,000 Baht, from 273,000 baht to 200,000 Baht per month since April 2016-until now.

(2) Mr. Min Intanate, Dr. Wilson Teo Yong Peng and Mr. Boonlerd Narathai offered to waive the director’s remuneration. Mr.Sathaporn Phangnirun, a shareholder, Inquired that on Page 7 of the meeting invitation letter, Note (3) Mr.Min Intanate, Chairman of the Executive Board has requested to reduce the monthly remuneration from 220,500 Baht per month, to be 120,500 Baht per month which is the actual remuneration to be paid, but in the remuneration table, it specified 150,000 Baht, which number is correct?

Mr. Manu Leopairote, Chairman of the Board, clarified the remuneration specified in the meeting invitation letter is from September 2014 - March 2016.

Miss Pornpavee Sahawathanapong, CFO additionally explained that in 2014-2015, the Annual General Meeting of Shareholders approved the monthly remuneration of the Chairman of the Executive Board for 220,500 baht, but Mr. Min Intanate would like to receive the actual salary of 120,500 Baht from September 2014 - March 2016, and in AGM 2016, Mr. Min Intanate also requested a reduction of his salary to be 150,000 Baht. However, under the economic condition at that time, Mr. Min Intanate did not receive any monthly remuneration from April 2016 - December 2018.

Mr. Manu Leopairote, Chairman of the Board, clarified that in 2020, Mr. Manu Leopairote, Chairman of the Board, also requested a reduction of his monthly remuneration of 73,000 Baht, remaining 200,000 Baht as before, and during COVID -19 situation, the Board of Directors, Executives and Employees of the Company have the intention to lighten the Company's burdens by requesting ≈30% reduction of remuneration for 2 months.

For this agenda, adhered to two-thirds of a total number of votes casted by the shareholders attending the meeting.

Resolution: The Meeting approved the determination of the remuneration of the Board of Directors and sub committees for the year 2020 at total of 573,000 baht per month, and also approved allowance amount 5,000 Baht per attendance of The Board of Directors' meeting, The Nomination and Remuneration Committees' meeting and The Corporate Governance committee s' meeting by a majority votes of the shareholders who attend the meeting are required as follows.

- Approved	318,516,411	votes or	99.7026	percent
- Disapproved	950,000	votes or	0.2974	percent
- Voided ballots	0	votes or	0.0000	percent
- Abstained	0	votes or	0.0000	percent

Agenda 9. To consider and approve the appointment of auditor and determination of auditor's remuneration for Y2020

Chairman proposed to the Meeting to appoint Mr. Chayapol Suppasedtanon or Miss Runnapa Lertsuwankul or Miss Pimjai Manitkajohnkit or Miss Rosaporn Decharkom or Miss Sumana Punpongsanon of EY Office Limited to be the Company's auditors. The audit fee for the year 2020 has been fixed at not more than 1,280,000 baht, excluding other expenses. Details are provided in the invitation letter page 8.

Mr. Sathaporn Phangnirun, a shareholder, inquired that

1. This agenda refers to Section 120 of the Public Limited Companies Act, B.E.2535 (1992), but in fact, it should refer to Article 33 (6) of the Company's Articles of Association, Page 22 of the meeting invitation letter. This is because the Company's Articles of Association are prepared in accordance with the law and approved by shareholders.

2. When will the BOI audit terminate? And what category of BOI promotion has the Company received?

Miss Pornpavee Sahawathanapong, CFO, clarified that the Company is promoted under the category of software for 8 years, at present, this privilege remains about 2 years, and it will expire by Y2021.

Resolution: The Meeting approved the appointment of the auditor from EY Office Limited and the proposed annual audit fee by a majority votes of the shareholders present and eligible to vote as follows:

- Approved	318,516,411	votes or	99.7026	percent
- Disapproved	950,000	votes or	0.2974	percent
- Voided ballots	0	votes or		
- Abstained	0	votes or		

Agenda 10. To consider other matters

-

Mr. Piphon Puengboonpra, a shareholder, inquired that

1. How does COVID-19 affect the Company's income on event and magazine business?

2. Is magazine business still profitable? Does advertising sales still cover the expense of book printing?

3. How many employees in the Company?

4. Is the land mention in Note 13 to the financial statements the land of the Company's office? And where is it?

Enclosure 1

Mr.Min Intanate, Chairman of the Executive Board, clarified that

1. COVID -19 has affected the media business since the beginning of this year. All companies are affected. The sole medium having potential to grow is online media or digital media, one of media more rely by the Company in the past few years.

2. The book business has been severely affected from previously having 6-7 magazines, at present, on Business + Magazine is still popular, such as special scoop, cover page, the benefit obtained from the magazine is not from advertising revenue, but from the value of the magazine, each article in business, economy, industry, the Company has used the magazine to guide many activities such as organizing the event of Top Company Award, Top SME, to give awards to outstanding companies in various fields, making 3 supplementary books per year, holding E-Tax Symposium, etc. Therefore, the book business is difficult to generate profit but it enables the Company to have starting points to do other businesses for more income to support the book business.

3. The Company has approximately 78 employees; we focus on outsourcing and do not hire too many employees which are fixed costs. In case the company wins any project, we will have working teams for thinking concepts, designing, supervisors, directors and coordinators, by outsourcing third party for production in order to deliver works as specified by the Company

The Company has designed a training platform for a bank, and is going to expand this platform business to universities. The Company establishes a policy to create a platform and content about knowledge based on the vision of the Company "Knowledge Provider".

Digital Marketing: at present, our clients are companies, hospitals and banks, we have adapted from publications to be digital format, and no matter it is Facebook, website, bookshelf.

Exhibition: The Company has organized Commart Exhibition for 3 times per year, it is expected to have an Online Platform by the end of this year, we also organize the award-winning event for 2 times per year, and other seminars that the Company doesn't focus on using too many people but emphasizes on quality. We will outsource third party for other to reduce fixed costs.

4. The land is 5 commercial buildings on Ratchadapisek Road, close to Esplanade Ratchada Shopping Mall. The Company does not have a policy to speculate on land, but focuses on our main business that is the target of the Company.

Mr.Sathaporn Phangnirun, a shareholder, suggested on Business Big data in terms of Cloud, in which we will have storage of these data, it is one of interesting businesses.

Mr.Min Intanate, Chairman of the Executive Board, clarified that there are 2 categories of Cloud system as follows:

1. Cloud Operator: this requires an investment of 400-500 Million Baht, we must have a Data Center, ISO 27001 and other standards, which the scale in Thailand is not large enough, now only Amazon and Microsoft, these two providers, are larger 50-100 times and invest 5,000 - 10,000 Million Baht.

2. Cloud-based Application User

ARIP is a cloud-based application user, provides a LMS system to many agencies to use for learning, testing knowledge for self-development, introducing products for customers to understand the products more easily, training basic knowledge necessary to work for employees, it is suitable for businesses with high turnover ratio that require time and cost of staff training. At present, the Company has developed a system for pre-training testing to analyze and assess the aptitude and knowledge for more learning which can be studied on mobile phone.

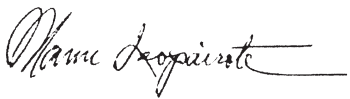
The Company has developed platforms by using cloud system as a medium to spread to individuals and knowledge-based content in order to sell knowledge, not products, not advertisings. This will be the new business trend of ARIP, we will not operate in the old form of media business, but will use the power of the existing media to earn more income. At the same time, the Company is ready to leave the safe zone to enter into digital area in terms of Exhibition, Media, Content, Platform, and Cloud as a good user, but not necessarily the owner of Cloud.

Mr.Narongchai Simaraj, a shareholder, inquired about the situation of booth selling in the Commart Event that will start on this coming 20 August 20, whether it is better or worse than the previous one?

Mr. Pornchai Chantarasupasaeng, Executive Director, clarified that if comparing to the previous event in March, the number of booths sold this time has returned to normal situation, it is better than last time.

Mr. Min Intanate, Chairman of the Executive Board further clarified that if comparing to general booth sales, it is considered good. But if comparing in terms of income, it is quite more difficult due to restrictions on COVID-19 measures, we need to limit visitors, expand hallways, this making us to reduce booths. If comparing to the event at the beginning of this year, the situation is recovered to be better, the income should be better than the event at the beginning of the year. But if comparing to normal situation, it is not better. This is why we develop new businesses of Online Exhibition and Payment gateway for preparing new directions, seeking new dimensions, new target groups, and our future journey to go is Big Data.

As there were no further questions or suggestions have been raised by the shareholders, the Chairman declared the Meeting adjourned at 3:30 p.m. and thanked all shareholders and relevant persons for their time to join the meeting and for their suggestions and comments which are highly beneficial to the Company.

Sign  _____ The Chairman of the Meeting
(Mr. Manu Leopairote)

Sign  _____ The Company's secretary
(Mr. Chanchai Boonyasurakul)

The Profile of persons nominated to replace retiring directors

1. Mr.Min Intanate	
Proposed appointment as	Director & Executive Chairman
Age	67 Years
Nationality	Thai
Shareholding Proportion - Direct (Dec. 30, 2020) - Indirect	Ordinary shares 206,338,000 shares (44.28%) -None-
Educations	<ul style="list-style-type: none"> - Honorary Degree of Information Technology, Rajamangala University of Technology Thanyaburi, - Honorary Doctoral Degree of Laws, Dominican University of California, USA. - Honorary Doctorate Degree of Science (Information Technology for Management), Mahasarakham University - Honorary Bachelor Degree of Science (Computer Science) Engineering and Agricultural Technology, Rajamangala University of Technology Thanyaburi - Bachelor of Architecture, Fu Hsing Institute of Technology, Taiwan
Certificate	<ul style="list-style-type: none"> - Thailand Insurance Leadership Program (2011) - Director Accreditation Program (DAP) (2005) - The Role of the Chairman Program (RCP) (2005)
5 Years' work experience - Listed Company (3 EA)	<ul style="list-style-type: none"> - ARIP PCL. Director & Executive Chairman Mar 1989 - Present - SPVI PCL. Director & Executive Chairman 2011 - Present - Business Online PCL. Director & Executive Chairman 2003 - Present - IT City PCL. Director & Executive Chairman 1996 - 2019 - SVOA PCL. Director & CEO 2013 - 2017
- Company Limited (5 EA)	<ul style="list-style-type: none"> - ABIKS Development Co., Ltd. Director 2008 - Present - D&B (Thailand) Co., Ltd. Chairman 2006 - Present - National Credit Bureau Co., Ltd. Director 2000 - Present - Core & Peak Co., Ltd. Director 1995 - Present - Advanced Research Group Co., Ltd. Director 1997 - Present
Duration of Directorship	33 Years (Mar 10, 1989 – Present)
Criminal Offence Record during the Past 10 years	-None-
Qualification according to the laws and does not have prohibited qualification according to the announcement of the SET	Yes
The equity in both direct and indirect	-None-
Meeting Attendance for Y2020	Board Meeting Attendant 6 Total Meeting 6 (100%)
Nomination Procedure	Under the consideration of The Nomination and Remuneration Committee and the Board of Directors (Details stated in the Invitation to attend the 2021 AGM page 4)



(The nominating director is not director or executive in other companies that may be conflict of interest with the Company.)


The Profile of persons nominated to replace retiring directors

2. Dr. Wilson Teo Yong Peng	
Proposed appointment as	Director
Age	55 Years
Nationality	Thai
Shareholding Proportion - Direct (Dec. 30, 2020)	-None-
	-Indirect-
Educations	<ul style="list-style-type: none"> - DBA, Doctor of Business Administration, University of Manchester (U.K.) - ASEP, Advanced Senior Executive Program, Kellogg School of Management (U.S.A.) - MBA, Master of Business Administration, Oxford Brookes University (U.K.) - FCCA, Fellow of The Association of Chartered Certified Accountants (U.K.) - FCA, Fellow of Institute of Singapore Chartered Accountants - FCPA, Fellow of Certified Practising Accountants (Australia) - IIA, The Institute of Internal Auditors (U.S.A.)
Certificate	Director Accreditation Program (DAP) (57/2006)
5 Years' work experience	
- Listed Company (3 EA)	<ul style="list-style-type: none"> - ARIP PCL. Director Jan 2010 - Present - IT City PCL. Director 2018 - Present - SVOA PCL. Director 2002 - Present - Business Online PCL. Director 2006 - 2020
- Company Limited (3 EA)	<ul style="list-style-type: none"> - Digitech One Co., Ltd. Director 2020 - Present - ABIKS Development Co., Ltd. Director 2008 - Present - Asys Computer Co., Ltd. Director 2004 - Present - Dataone Asia (Thailand) Co., Ltd. Director 2006 - 2020 - Acerts Co., Ltd. Director 2000 - 2020 - Anew Corporation Ltd. Director 2006 - 2019 - Advanced Research Group Co., Ltd. Director 2006 - 2018
Duration of Directorship	12 Years (Jan 13, 2010 – Present)
Criminal Offence Record during the Past 10 years	-None-
Qualification according to the laws and does not have prohibited qualification according to the announcement of the SET	Yes
The equity in both direct and indirect	- None -
Meeting Attendance for Y2020	Board Meeting Attendant 6 Total Meeting 6 (100%)
Nomination Procedure	Under the consideration of The Nomination and Remuneration Committee and the Board of Directors (Details stated in the Invitation to attend the 2021 AGM page 4)



(The nominating director is not director or executive in other companies that may be conflict of interest with the Company.)

The Profile of persons nominated to replace retiring directors

3. Miss Sunee Mattanyukul		
Proposed appointment as	Independent Director	
Age	64 Years	
Nationality	Thai	
Shareholding Proportion - Direct (Dec. 30, 2020)	-None-	
- Indirect	-None-	
Educations	Bachelor of Accounting, Thammasat University	
Certificate	Director Accreditation Program (DAP) 178/2020	
5 Years' work experience		
- Listed Company (1 EA)	- ARIP PCL. Independent Director & Member of AC Member of NRC/ Member of CG Nov 2020 - Present	
- Company Limited (- None -)	- Chonburi 1 Area Tax Audit Office, Revenue Office Senior Professional Level 2012 - 2017	
Duration of Directorship	5 months (Nov 10, 2020 – Present)	
Criminal Offence Record during the Past 10 years	-None-	
Qualification according to the laws and does not have prohibited qualification according to the announcement of the SET	Yes	
The equity in both direct and indirect	-None-	
Meeting Attendance for Y2020	None (The Board appointed from Board's Resolution No.6/2020 on 10 November 2020)	
Nomination Procedure	Under the consideration of The Nomination and Remuneration Committee and the Board of Directors (Details stated in the Invitation to attend the 2021 AGM page 4)	

(The nominating director is not director or executive in other companies that may be conflict of interest with the Company and Independent directors who have been transparent in giving impartial advice.)

Additional Qualifications for the Nominated Independent Director

Description	Qualifications	
1. Having the following interests in the Company, parent company, subsidiaries, affiliates or any legal entities that have conflicts, at present or in the past 10 years.		
1.1 Taking part in the management of being and employee, staff member, advisor who receives a regular salary.	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
1.2 Being professional services provider, e.g. Auditor, legal advisor, financial advisor.	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
1.3 Having business relation that is material and could be barrier to independent judgment.	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
1.4 Family Relationship with other Directors, or management, or major shareholders.	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
2. Being an owner, director, management, employee or advisor who receive regular salary or holding more than one per cent of shares with voting rights of the company with the same business as IRPC and its competition is significant.	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No

The definition of "Independent Director" The Company's qualifications stipulated are more stringent than the SEG and SET. (Annual Report page 122)

The Company's Articles of Association with regard to the Annual General Meeting of Shareholders the Meeting and vote

CHAPTER 3 BOARD OF DIRECTORS

Article 16 The directors shall be appointed by the Shareholders Meeting in accordance with the following rules and procedures:

- (1) Each shareholder shall have one vote per share.
- (2) Each shareholder may cast all his/her vote(s) according to (1) to elect one or several candidates as directors, but could not allot the votes to any person at any number.
- (3) The candidates receiving the highest number of votes in the respective order of the votes shall be elected as directors at such time. In the event that a number of candidates receive an equal number of votes for the last directorship exceed the number of directors the Company required or to be elected at such time, the chairman of the meeting shall have a second or casting vote.

Article 17 At every Annual General Meeting of Shareholders, one-third of the directors shall retire from office. If the number of directors is not a multiple of three, then the number of directors nearest to one-third must retire from office.

In the first two years after the Company is registered, the members who take retire from the board of directors are chosen by lots. After that, the rule requires that committee serve the longest in the position retire from the position.

CHAPTER 4 SHAREHOLDERS MEETING

Article 29 The Board of Directors shall summon a shareholders meeting by sending a notice to the shareholders not less than seven days before the date of the meeting. The notice shall specify the place, date, time and agenda of the meeting and the subject matter to be submitted to the meeting together with appropriate details specify clearly agenda that to acknowledge, or to approve, or to consider and also compose of the Board of Directors' opinion. Such notice shall be published in a newspaper not less than three consecutive days before the date of the meeting.

A meeting of shareholders must be held in the area where the Company's head office is located or in any adjacent provinces or any other places as designated by the board of directors.

Article 30 At any shareholders' meeting, the shareholders may appoint any other person who is Sui juries as proxy present and voting on his/her behalf. The proxy form must be dated and signed by the principal and shall comply with the form as prescribed by the registrar.

The proxy form must be submitted to chairman of the Board of Directors or other person designated by the chairman, at the meeting venue before the proxy attending the meeting.

Enclosure 3

Article 31 The quorum of a shareholders meeting shall be either not less than twenty-five shareholders present and proxies (if any) or not less than half of the total number of shareholders, and the total number of shares altogether should not less than one-third of the total number of shares sold.

When one hour has elapsed from the appropriated time fixed for any shareholders meeting and the number of shareholders presenting at the meeting does not constitute a quorum as specified, if such meeting is a shareholders meeting convened because of a request from shareholders, it shall be extinguished. If it is not convened because of a request from shareholders, it shall be re-convened by sending notice to shareholders not less than 7 days prior to the meeting. At this later, a quorum as prescribed is not compulsory.

The chairman of the Board of Directors has a duty to be the chairman of the meeting. In case the chairman of the Board is not present at the meeting or cannot perform his duty, and if there is a vice-chairman, the vice-chairman shall be the chairman of the meeting. If there is no vice-chairman, or if there is a vice-chairman but he/she cannot perform his/her duties, the shareholders present at the meeting shall elect one of the shareholders to be the chairman of such meeting.

Article 32 Shareholders are entitled to voting rights according to the number of shares they have, one share per one vote.

- (1) In an ordinary event, shall count the majority vote of the shareholders or proxies (if any) who attend the meeting and have the rights to vote. In case of a tied vote, the chairman of the meeting shall have a casting vote.
- (2) In the following events, shall count a vote of not less than three-fourths of shareholders and proxies (if any) present at the meeting and entitled to vote;
 - (a) Sale or transfer of the whole or certain substantial parts of the Company's business to other persons;
 - (b) Purchase or acceptance of a transfer of business of other companies or private companies to the Company's own;
 - (c) Entering into, amending, termination the contract relating to the leasing out of the Company's business in whole or in essential parts; the authorization of other person to manage the Company's business or the amalgamation of the businesses with other persons for sharing profit and loss;
 - (d) Amendment, modification or addition of the Memorandum or Articles of Association of the Company;
 - (e) Increase or decrease of capital or issuance of debentures
 - (f) Amalgamation or dissolution of the Company

Article 33 The agendas which the annual general meeting of shareholders shall require are as follows:

- (1) To consider the declaration of the past operational results.
- (2) To consider and approve the Company's Balance Sheet.
- (3) To approve the appropriation of the profit and dividend.
- (4) To approve the appointment of the new director in replacement to the director who are due to retire by rotation.
- (5) To approve determination of the directors' remuneration.
- (6) To approve the appointment of the Company's auditor.
- (7) To consider other issues.

CHAPTER 5

ACCOUNTING, FINANCIAL STATEMENTS AND ACCOUNTING AUDITS

Article 40 Dividends cannot be disbursed from other sources of funds except profits. In the event that the Company has accumulated losses, no dividends will be paid. Dividend payments are equally divided according to the number of shares. Treasury stock will not receive any dividend payments.

The Board of Directors may authorize interim dividend payments from time to time when there are reasonable profits to support the move and such decision will be announced at the next shareholders meeting.

Dividend payments should be made within one month from the Annual General Meeting or whenever the Board of Directors consents, according to circumstances. The notice has to be made in writing to all shareholders and the notification of impending dividend payments announced in Thai newspapers over three consecutive days.

Article 41 The Company has to allocate not less than 5% of annual net profits as statutory reserves, net of accumulated losses (if any), until the value of statutory reserves is not less than 10% of registered capital.

Documents or evidence required to attend in the Shareholders' Meeting

In order to the shareholders' meeting of the Company to be transparent, fair and beneficial to shareholders, the Company considers it appropriate to inspect the documents or evidence showing an identity of the shareholder or a representative of the shareholder entitled to attend the meeting. This will also be applied in the future. However, since some shareholders may not be familiar with this, the Company reserves the right to waive any of these requirements for some of the shareholders on a case by case basis as the Company considers appropriate.

Documents required for AGM

1. Individual

1.1 Attendance of Meeting in Person

- Please present the original identification card, government official identification card or passport (in case of foreigner) for registration. In the case of modification of name - last name, evidence certifying such change must also be presented.

1.2 Appointment of Proxy

- Form of proxy signed by the grantor (Shareholders).
- Copy of identification card, government official identification card or passport (in case of foreigner) of the grantor and proxy which must be certified the correctness of copy.
- The proxy must present his/her original identification card, government official identification card or passport (in case of foreigner) for the purpose of registration.

2. Juristic person

- Form of proxy signed by a person authorized to sign to bind the juristic person according to its Affidavit (issued within 30 days of the meeting by the Ministry of Commerce), with the seal of the juristic person affixed (if any).

- In case that the grantor is a juristic person registered in Thailand, please submit a copy of Affidavit issued within 30 days of the meeting by the Ministry of Commerce and certified the correctness of copy and signed by the authorized person and affixed with the Company's seal or the juristic person (if any).

- In case the grantor is a juristic person registered abroad, please submit a copy of the constitutional document issued by competent authority in the country where the juristic person is located, and certified by a notary public or other competent authority for no longer than 6 months.

- For a foreign juristic person, if an original of any document is not in the English language, the English translation thereof must be prepared and attached. Such translation must also be certified true and correct by a person authorized to sign to bind the juristic person.

- Copy of identification card, government official identification card or passport (in case of foreigner) of the authorized director(s) who have the power of attorney to bind the juristic person, and proxy, which must be certified the correctness copy.

- The proxy must present his/her original identification card, government official identification card or passport (in case of foreigner) for the purpose of registration.

3. Custodian

In case grantor is custodian that the Company's shares are deposited with and such custodian is taking care of the Company's shares for the foreign investor whose name appears in the register book, and custodian appoints the proxy to attend the meeting with Proxy Form C. The grantor must submit and the proxy must present the following documents:

- Power of Attorney from the shareholder who is a foreign investor authorizes the custodian to execute the proxy on his/her behalf.
- Confirmation letter showing that signatory of the Proxy is authorized to operate custodian business.
- If any of the aforementioned documents is not in the English language, the English translation thereof must be prepared and attached. The translation must also be signed to certify the correctness of document by a person referring to such document or an authorized custodian to act on behalf of shareholders.
- The proxy must present his/her original identification card, government official identification card or passport (in case of foreigner) for the purpose of registration.

4. Deceased Shareholders' Shares

In case of the Shareholders' decease, the administrators of the deceased's estate could attend the Meeting in person or in absentia (proxy). The aforementioned persons shall certify and submit a copy of court order with regards to an appointment of administrator of the deceased's estate as additional evidence.

5. Shareholders are minors

In case Shareholders are minors, their father, mother or guardians attending the meeting in person or in absentia. The aforementioned persons shall certify and submit a copy of court order with regards to an appointment of guardian (if any), a copy of house registration of their minors certified true copy by father, mother or guardian (whether the case may be) as additional evidence.

A shareholder or a proxy may register and submit the required documents or evidence for inspection at the meeting from 1.00 p.m. on Thursday 8 April 2021.

If any shareholder cannot attend the Annual General Meeting of Shareholders 2020, the shareholder may grant the proxy to independent director of the Company to act as shareholder to attend and vote on his/her behalf by sending the duly completed proxy form to the Company.

Authorization

According to the notice of the Department of Business Development regarding the authorization form (Vol. 5) B.E. 2550 dated February 2, 2007, the authorization form is provided in the meeting of share subscribers and meeting of shareholders of the public limited company in 3 forms on the Company's website by using any of the following:

Form A: General authorization form as the simple and non-complicated form

Form B: Authorization form with the obvious particulars of authorization

Form C: Form used if the shareholders are the foreign investors and appoint the custodian in Thailand to be the depository for the shares.

The Company prepares the authorization form (Form B), so that the shareholders, who could not attend the meeting themselves, could authorize other person or the independent director of the Company (based on the list of the independent list of director determined by the Company) to be the proxy to attend the meeting and vote in the shareholders' meeting and send back to the Company in advance at least one day before the Date.


Methods of authorization


1. Authorize any person based on the wish of the shareholder or authorize any independent director of the Company (Profile of the Independent director is attached as in Enclosure 5) by specifying the name and details of the person, whom the shareholder wishes to authorize, or mark in front of the name of the independent director as being provided by the Company in the Power of Attorney by choosing only one person to be the authorized proxy to participate into the meeting.

2. Affix the duty stamp of 20 Baht and strike off the date of execution of the power of Attorney to be effective and for binding effect according to the law.

3. A shareholder may grant a proxy to only one person. The number of share held by a shareholder may not be divided into several portions and granted to more than one authorized proxy.

The Profile of the Independent Director who may be granted a proxy

	1. Group Captain Isaraya Sukcharoen Age 58 years	
	Position	Independent Director/Chairman of AC/ Member of the NRC/ Chairman of CG
	Address	ARIP Public Company Limited 99/16-20 Ratchadapisek Road, Din Daeng, Bangkok 10400
	The agenda concerning consideration	-None-
Special benefit extra from other Directors		-None-

	2. Assoc.Prof.Rana Pongruengphant, Ph.D. Age 75 years	
	Position	Independent Director/Member of AC/ Chairman of NRG/ Member of CG
	Address	ARIP Public Company Limited 99/16-20 Ratchadapisek Road, Din Daeng, Bangkok 10400
	The agenda concerning consideration	-None-
Special benefit extra from other Directors		-None-

Remark: Profiles of Independent Directors and their business performances are described in the 2020 Annual Report under titles as follows:

- “Board of Directors” Page 18
- “Management Structure” Page 119-129
- “Corporate Governance, Section 5: Responsibility of the Board of Directors” Page 135-137

แบบหนังสือมอบฉันทะ แบบ ข. (ที่กำหนดรายการต่าง ๆ ที่จะมอบฉันทะที่ละเอียดชัดเจนตายตัว)

ทำประกาศกรมพัฒนาธุรกิจการค้า เรื่อง กำหนดแบบหนังสือมอบฉันทะ (ฉบับที่ 5) พ.ศ. 2550

Proxy Form B.



เขียนที่
Written at

วันที่ เดือน พ.ศ.
Date Month A.D.

(1) ข้าพเจ้า / I/We สัญชาติ / Nationality
 อยู่บ้านเลขที่ / No. ถนน / Road ตำบล/แขวง / Sub-district
 อำเภอ/เขต / District จังหวัด / Province รหัสไปรษณีย์ / Postal Code

(2) เป็นผู้ถือหุ้นของบริษัท **เออาร์ไอพี จำกัด (มหาชน)**
 As a shareholder of **ARIP Public Company Limited,**
 โดยถือหุ้นจำนวนทั้งสิ้นรวม หุ้น และออกเสียงลงคะแนนได้เท่ากับ เสียง ดังนี้
 Holding a total of share(s) and have the right to vote equal to votes as follow:
 หุ้นสามัญ หุ้น และออกเสียงลงคะแนนได้เท่ากับ เสียง
 Ordinary share share(s) and have the right to vote equal to votes

(3) ขอมอบฉันทะให้
 Hereby appoint
 1) อายุ ปี
 Age years
 อยู่บ้านเลขที่ / Residing at No ถนน / Road ตำบล/แขวง / Sub-district
 อำเภอ/เขต / District จังหวัด / Province รหัสไปรษณีย์ / Postal Code

หรือ / OR
 2) **นอ.พญ. อิศรญา สุขเจริญ** กรรมการอิสระ/ ประธานกรรมการตรวจสอบ อายุ 58 ปี
Gp.Capt. Isaraya Sukcharoen Independent Director/ Chairman of Audit Committee Age 58 years
 ที่อยู่ 99/16-20 ถนนรัชดาภิเษก เขตดินแดง กรุงเทพมหานคร 10400
 No. 99/16-20 Ratchadapisek Rd., Din daeng, Bangkok 10400
 หรือ / OR
 3) **รศ.ดร. เรณา พงษ์เรืองพันธ์ุ** กรรมการอิสระ/ กรรมการตรวจสอบ อายุ 75 ปี
Assoc.Prof.Rana Pongruengphant, Ph.D. Independent Director/ Member of Audit Committee Age 75 years
 ที่อยู่ 99/16-20 ถนนรัชดาภิเษก เขตดินแดง กรุงเทพมหานคร 10400
 No. 99/16-20 Ratchadapisek Rd., Din daeng, Bangkok 10400

คนหนึ่งคนใดเพียงคนเดียวเป็นผู้แทนของข้าพเจ้า เพื่อเข้าประชุมและออกเสียงลงคะแนนแทนข้าพเจ้า ในการประชุมสามัญผู้ถือหุ้นประจำปี 2564 ในวันที่พฤหัสบดีที่ 8 เมษายน 2564 เวลา 14.00 น. ณ อาคารเอ็ม เอส สยามทาวเวอร์ ห้องประชุมเอสดี ชั้น 31 เลขที่ 1023 ถนนพระราม 3 แขวงช่องนนทรี เขตยานนาวา กรุงเทพมหานคร 10120 หรือจะพึงเลื่อนไปในวัน เวลา และสถานที่อื่นด้วย
 Only one of the above as my/our proxy to attend and vote on my/our behalf in the 2021 Annual General Meeting of the Shareholders to be held on April 8, 2021 as from 2.00 p.m. at MS Siam Tower, Asic Room, 31st Fl., 1023 Rama III Road, Chong Nonsi, Yannawa, Bangkok 10120, or such other date, time and place should the meeting be postponed.

Enclosure 6

(4) ข้าพเจ้าขอมอบฉันทะให้ผู้รับมอบฉันทะออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมครั้งนี้ ดังนี้

In this meeting, I/We authorize my/our proxy to vote on my/our behalf as follows:

วาระที่ 1 รับรองรายงานการประชุมสามัญผู้ถือหุ้น ประจำปี 2563

Item 1 To certify the Minutes of the Annual General Meeting of Shareholders 2020

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) Authorize the proxy to consider and vote on my/our behalf in all matters as it deems appropriate
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) Authorize the proxy to vote according to my/our intention as follows:
- เห็นด้วย/ Approve ไม่เห็นด้วย/ Disapprove งดออกเสียง/ Abstain

วาระที่ 2 รับทราบรายงานประจำปี 2563 และรายงานของคณะกรรมการของบริษัท

Item 2 To acknowledge the report on the Company's operating results and the Annual Report 2020

วาระที่ 3 พิจารณาอนุมัติงบแสดงฐานะทางการเงินและงบกำไรขาดทุนเบ็ดเสร็จของบริษัท สำหรับรอบปีบัญชีสิ้นสุด ณ วันที่ 31 ธันวาคม 2563 ซึ่งผ่านการตรวจสอบจากผู้สอบบัญชีรับอนุญาตแล้ว

Item 3 To consider and approve the Audited Statements of Financial Position and Statements of Comprehensive Income for the year ended December 31, 2020

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) Authorize the proxy to consider and vote on my/our behalf in all matters as it deems appropriate
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) Authorize the proxy to vote according to my/our intention as follows:
- เห็นด้วย/ Approve ไม่เห็นด้วย/ Disapprove งดออกเสียง/ Abstain

วาระที่ 4 พิจารณาอนุมัติงดจ่ายเงินปันผล สำหรับผลการดำเนินงานสิ้นสุด ณ วันที่ 31 ธันวาคม 2563

Item 4 To consider and approve the omission of dividend distribution from operating results for the year ended December 31, 2020

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) Authorize the proxy to consider and vote on my/our behalf in all matters as it deems appropriate
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) Authorize the proxy to vote according to my/our intention as follows:
- เห็นด้วย/ Approve ไม่เห็นด้วย/ Disapprove งดออกเสียง/ Abstain

วาระที่ 5 พิจารณาอนุมัติการแต่งตั้งกรรมการแทนกรรมการที่ต้องออกตามวาระ

Item 5 To consider and approve the appointment of new directors replacing those retired by rotation

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) Authorize the proxy to consider and vote on my/our behalf in all matters as it deems appropriate
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) Authorize the proxy to vote according to my/our intention as follows:
- เห็นด้วยกับการแต่งตั้งกรรมการทั้งชุด

Appointment of the entire Board of Directors

- เห็นด้วย/ Approve ไม่เห็นด้วย/ Disapprove งดออกเสียง/ Abstain

- เห็นด้วยกับการแต่งตั้งกรรมการบางราย ดังนี้

Appointment of an individual director

1. นายมินทร์ อิงค์เนต Mr. Min Intanate
 เห็นด้วย/ Approve ไม่เห็นด้วย/ Disapprove งดออกเสียง/ Abstain
2. ดร. วิลสัน เตียว ยอง เพ็ง Dr. Wilson Teo Yong Peng
 เห็นด้วย/ Approve ไม่เห็นด้วย/ Disapprove งดออกเสียง/ Abstain
3. นางสาวสุนีย์ มัตตัญญกุล Miss Sunee Mattanyukul
 เห็นด้วย/ Approve ไม่เห็นด้วย/ Disapprove งดออกเสียง/ Abstain

วาระที่ 6 **พิจารณาอนุมัติการกำหนดค่าตอบแทนกรรมการ**

Item 6 To consider and approve determination of the directors' remuneration

- (ก) ให้ผู้รับมอบอำนาจมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
 (a) Authorize the proxy to consider and vote on my/our behalf in all matters as it deems appropriate
- (ข) ให้ผู้รับมอบอำนาจออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
 (b) Authorize the proxy to vote according to my/our intention as follows:
 เห็นด้วย/ Approve ไม่เห็นด้วย/ Disapprove งดออกเสียง/ Abstain

วาระที่ 7 **พิจารณาอนุมัติการแต่งตั้งผู้สอบบัญชี และกำหนดค่าสอบบัญชีประจำปี 2564**

Item 7 To consider and approve the appointment of auditor and determination of auditor's remuneration for Y2021

- (ก) ให้ผู้รับมอบอำนาจมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
 (a) Authorize the proxy to consider and vote on my/our behalf in all matters as it deems appropriate
- (ข) ให้ผู้รับมอบอำนาจออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
 (b) Authorize the proxy to vote according to my/our intention as follows:
 เห็นด้วย/ Approve ไม่เห็นด้วย/ Disapprove งดออกเสียง/ Abstain

วาระที่ 8 **พิจารณาเรื่องอื่น ๆ (ถ้ามี)**

Item 10 To consider other business (if any)

- (ก) ให้ผู้รับมอบอำนาจมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
 (a) Authorize the proxy to consider and vote on my/our behalf in all matters as it deems appropriate
- (ข) ให้ผู้รับมอบอำนาจออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
 (b) Authorize the proxy to vote according to my/our intention as follows:
 เห็นด้วย/ Approve ไม่เห็นด้วย/ Disapprove งดออกเสียง/ Abstain

(5) การลงคะแนนเสียงของผู้รับมอบอำนาจในวาระใดที่ไม่เป็นไปตามที่ระบุไว้ในหนังสือมอบอำนาจนี้ ให้ถือว่าการลงคะแนนเสียงนั้นไม่ถูกต้อง และไม่ใช่ว่าเป็นการลงคะแนนเสียงของข้าพเจ้าในฐานะผู้ถือหุ้น

Any vote cast by the proxy in any agenda which is not in compliance with this proxy form shall be invalid and shall not be regarded as the vote cast by me/us as the shareholder.

(6) ในกรณีที่ประชุมมีการพิจารณาหรือลงมติในเรื่องใดนอกเหนือจากเรื่องที่ระบุไว้ข้างต้น รวมถึงกรณีที่มีการแก้ไขเปลี่ยนแปลง หรือเพิ่มเติมข้อเท็จจริงประการใดให้ผู้รับมอบอำนาจมีสิทธิพิจารณา และลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

In case I/we do not indicate my/our intention to vote in any agenda, or indicate my/our intention unclearly or in case the meeting considers or resolves on any matters in addition to the above agendas, including where there is any change or addition of fact in any aspect, the proxy shall be entitled to consider and vote on my/our behalf in all matters as it deems appropriate.

Enclosure 6

กิจการใดที่ผู้รับมอบฉันทะได้กระทำไปในการประชุม เว้นแต่กรณีที่ผู้รับมอบฉันทะไม่ออกเสียงตามที่ข้าพเจ้าระบุในหนังสือมอบฉันทะ ให้ถือเสมือนว่าข้าพเจ้าได้กระทำเองทุกประการ

Any actions performed by the proxy at the Meeting, except where the proxy does not cast the vote as specified by me/us in the proxy form, shall have an effect as if such actions have been performed by me/us in all respects.

ลงชื่อ	ผู้มอบฉันทะ
Signed	Grantor
(.....)	
ลงชื่อ	ผู้รับมอบฉันทะ
Signed	Grantee
(.....)	
ลงชื่อ	ผู้รับมอบฉันทะ
Signed	Grantee
(.....)	

- หมายเหตุ:**
1. ผู้ถือหุ้นที่มอบฉันทะจะต้องมอบฉันทะให้ผู้รับมอบฉันทะเพียงรายเดียวเป็นผู้เข้าประชุมและออกเสียงลงคะแนน ไม่สามารถแบ่งแยกจำนวนหุ้นให้ผู้รับมอบฉันทะหลายคน เพื่อแยกการลงคะแนนเสียงได้
 2. วาระเลือกตั้งกรรมการสามารถเลือกตั้งกรรมการทั้งชุด หรือเลือกตั้งกรรมการเป็นรายบุคคล
 3. ในกรณีที่มิ่วาระที่จะพิจารณาในการประชุมมากกว่าวาระที่ระบุไว้ข้างต้น ผู้มอบฉันทะสามารถระบุเพิ่มเติมได้ในใบประจำต่อแบบหนังสือมอบฉันทะ แบบ ข.ตามแนบ

- Remarks:**
1. The shareholder appointing the proxy must authorize only one proxy to attend and vote at the Meeting and may not split the number of shares to many proxies for splitting vote.
 2. The agenda to appoint the directors, the entire board of directors can be appointed or each director can be appointed individually.
 3. In case there are agenda to be considered other than the agenda specified above, the Appointer can further specify in the Attachment to the Proxy Form B.

ใบประจำต่อแบบหนังสือมอบฉันทะแบบ ข.

Supplement to Proxy Form B.

การมอบฉันทะในฐานะเป็นผู้ถือหุ้นของบริษัท.....เออาร์ไอพี จำกัด (มหาชน).....

Appointment of Proxy as Shareholder of.....ARIP Public Company Limited.....

การประชุมสามัญผู้ถือหุ้น ประจำปี 2564 ในวันพฤหัสบดีที่ 8 เมษายน 2564 เวลา 14.00 น. อาคารเอ็ม เอส สยามทาวเวอร์ ห้องประชุมเอสิค ชั้น 31 เลขที่ 1023 ถนนพระราม 3 แขวงช่องนนทรี เขตยานนาวา กรุงเทพมหานคร 10120 หรือที่จะพึงเลื่อนไปในวัน เวลา และสถานที่อื่นด้วย

For the 2021 Annual General Meeting of the Shareholders to be held on April 8, 2021 as from 2.00 p.m. at MS Siam Tower, Asic Room, 31st Fl., 1023 Rama III Road, Chong Nonsi, Yannawa, Bangkok 10120 or such other date, time and place should the meeting be postponed.

วาระที่.....เรื่อง.....

Item Subject

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) Authorize the proxy to consider and vote on my/our behalf in all matters as it deems appropriate
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) Authorize the proxy to vote according to my/our intention as follows:
 - เห็นด้วย/ Approve ไม่เห็นด้วย/ Disapprove งดออกเสียง/ Abstain

วาระที่.....เรื่อง.....

Item Subject

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) Authorize the proxy to consider and vote on my/our behalf in all matters as it deems appropriate
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) Authorize the proxy to vote according to my/our intention as follows:
 - เห็นด้วย/ Approve ไม่เห็นด้วย/ Disapprove งดออกเสียง/ Abstain

วาระที่.....เรื่อง.....

Item Subject

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) Authorize the proxy to consider and vote on my/our behalf in all matters as it deems appropriate
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) Authorize the proxy to vote according to my/our intention as follows:
 - เห็นด้วย/ Approve ไม่เห็นด้วย/ Disapprove งดออกเสียง/ Abstain

ข้าพเจ้าขอรับรองว่า รายการในใบประจำต่อแบบหนังสือมอบฉันทะ ถูกต้องบริบูรณ์และเป็นความจริงทุกประการ

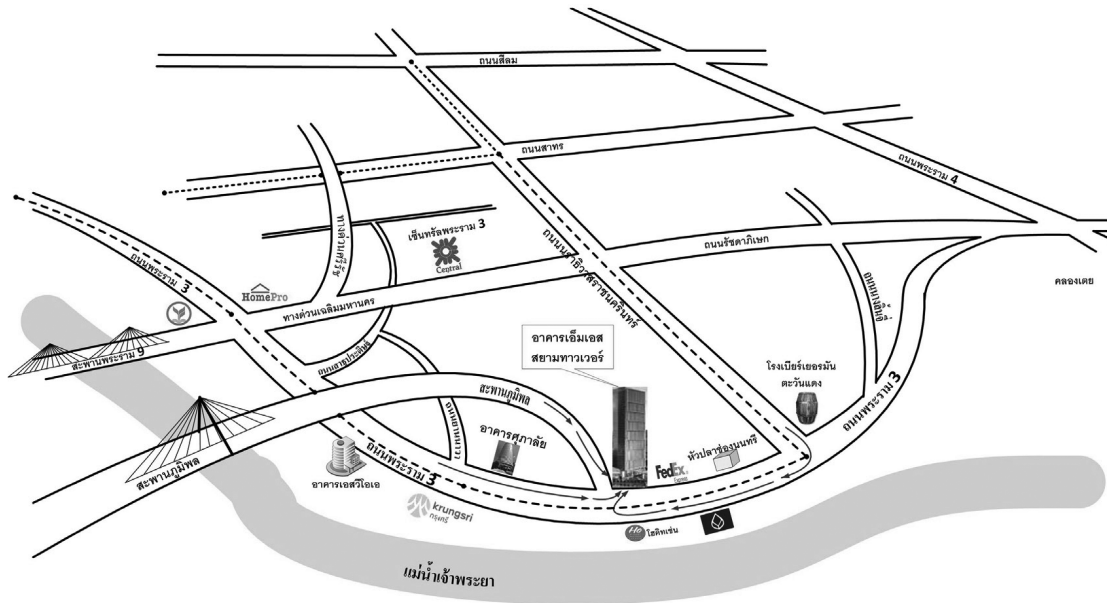
I/We hereby certify that the particulars contained in the Supplement to the Proxy Form are true, correct and complete in all respects.

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

ลงชื่อ.....ผู้รับมอบฉันทะ
Signed.....Grantee
(.....)

ลงชื่อ.....ผู้รับมอบฉันทะ
Signed.....Grantee
(.....)

แผนที่แสดงสถานที่จัดงานประชุมผู้ถือหุ้นของบริษัท เออาร์ไอพี จำกัด (มหาชน)
The Map of the meeting venue ARIP Public Company Limited



สถานที่ประชุมสามัญผู้ถือหุ้น

ห้องประชุมใหญ่ อาคารเอ็ม เอส สยามทาวเวอร์ ชั้น 31
เลขที่ 1023 ถนนพระราม 3 แขวงช่องนนทรี เขตยานนาวา กรุงเทพฯ 10120

การเดินทาง

- รถโดยสารประจำทาง สาย 89, 195, 205 , ปอ.205 หรือ
- ทางด่วนชั้นที่ 1 ใช้ทางลงถนนพระราม 3 หรือ
- ทางด่วนชั้นที่ 2 ใช้ทางลงดาวคะนอง-บางโคล่ และลงบางโคล่

สถานที่ใกล้เคียง

- ฝั่งเดียวกับ: ร้านอาหารหิวปลาช่องนนทรี และ DHL
- ฝั่งตรงข้าม: ร้านอาหารเสวย, ลุมพินีเพลส นราธิวาส
ชั้นลิฟท์ที่อาคารนิว HIGH ZONE

Meeting Venue Annual General Meeting

MS SIAM Tower, 31st Floor (Conference Room)
No. 1023 Rama III Road, Chong Nonsi, Yannawa, Bangkok 10120

Transportation:

- Bus No. 89, 195, 205, por.aor. 205 or
- Express way No.1 and use rama 3 road or
- Express way No.2 and use Daokanong-BangKhlo and go to Bangkhlo

Neighborhood:

- On the same side: Huapla Chongnonsea Restaurant and DHL
- Opposite: Savoey River View Restaurant, Lumpini Place Narathiwas
Use elevator (High Zone)