

11 June 2020

Re: Invitation to the 2020 Annual General Meeting of Shareholders

To: Shareholders of After You Public Company Limited

- Enclosures:
1. Copy of the Minutes of 2019 Annual General Meeting of Shareholders
  2. 2019 Annual report of the Company and copy of the Company's Financial Statement ended 31 December 2019 in electronic form or via QR code
  3. Profiles and working experiences of candidates nominated for election as directors replacing those retired
  4. Articles of Association of the Company with respect to the shareholders' meeting
  5. Guidelines for registration, appointment of proxy, documents to be presented on the meeting date
  6. Procedure for attending the shareholders' meeting
  7. Proxy Form A. (General and Simple Form)
  8. Proxy Form B. (Form with fixed and specific details authorizing proxy)
  9. Proxy Form C. (For the shareholders who are specified in the register as foreign investor and has appointed a custodian in Thailand to be a share depository and keeper)
  10. Profiles of independent director for appointment as proxy by the shareholders and definition of the Company's independent director
  11. Location map of meeting venue
  12. Registration Form (with Barcode please bring to the meeting)
  13. QR Code Handbook
  14. Precautionary Measures to Prevent the Spread of Coronavirus Disease (COVID-19) in the Shareholders' Meeting of the Company

Following the Meeting of the Board of Directors No.4/2020 dated 25 May 2020 of After You Public Company Limited (the "Company") resolved to convene the 2020 Annual General Meeting of Shareholders on Friday 19 June 2020 at 10.00 a.m., at the meeting room of the Company's headquarter, 4th Floor, No. 1319/9, Soi Pattanakarn 25, Pattanakarn Road, Suanluang Sub-District, Suanluang District, Bangkok 10250.

Due to the ongoing Coronavirus Disease 2019 (COVID-19) Outbreak and the Company's concern over the health and sanitation of all shareholders, the Company will therefore strictly arrange the seating in the meeting room with social distancing in accordance with the Precautionary Measures of the Centre for Covid-19 Situation Administration and other relevant preventive measures re: the convening of meetings during the situation of COVID-19 Outbreak as announced by the government.

In this regard, the number of seats in the meeting room will be limited. Thus, we suggest the shareholders to consider appointing the independent directors who have no conflict of interests and whose name as listed and detailed in **Enclosure 10**, as their proxy to attend the meeting and cast votes on their behalf. However, if the shareholder or proxies intend to be present at the meeting, it is advised to strictly follow the Precautionary Measures to Prevent the Spread of Coronavirus Disease (COVID-19) in the Shareholders' Meeting as detailed in **Enclosure 14**; to be in accordance with the Circular Letter of the Office of Securities and Exchange Commission No. SEC.JorTor-1(Wor) 9/2020 RE: the Convening of Annual General Meeting of Shareholders under the Coronavirus Disease 2019 (COVID-19) Outbreak; dated 6 March 2020.

In this regard, the Company would like to request shareholders to submit their proxies to the Company within 18 June 2020, or attending the 2020 Annual General Meeting of Shareholders at the date, place and time mentioned above, to consider the following agenda items:

**Agenda No.1 Message from the Chairman**

Remark: This agenda item is for acknowledgement and no casting of vote is required

**Agenda No.2 To approve the Minutes of the 2019 Annual General Meeting of Shareholders**

Facts and Rationale: The Company already prepared the Minutes 2019 General Meeting of Shareholders dated 29 April 2019, the details of which are as shown in **Enclosure 1** delivered to all shareholders together with the invitation to the Meeting.

Opinion of the Board of Directors: The Board of Directors considers that the Minutes of the 2019 Annual General Meeting of Shareholders held on 29 April 2019 were correctly and completely recorded and deems appropriate to propose to the 2020 AGM to certify the Minutes of the 2019 Annual General Meeting of Shareholders, as detailed in **Enclosure 1**.

Remark: A resolution on this agenda must be approved by a simple majority vote of the shareholders attending the Meeting and casting their votes.

**Agenda No.3 To acknowledge the Board of Directors' report on the Company's Operating Results**

Facts and Rationale: The Company already summarized the results of the Company's business operation and material changes in the fiscal year 2019, the details of which are as shown in **Enclosure 2** (QR Code) delivered to all shareholders together with the invitation to the Meeting.

Opinion of the Board of Directors: The Board of Directors deems appropriate to propose to the 2020 AGM to acknowledge the report on the Company's Operating Results for the year 2019 and the significant changes that occurred during the year 2019, as detailed in **Enclosure 2**.

Remark: This agenda item is for acknowledgement and no casting of vote is required.

**Agenda No.4 To approve Balance Sheet and Profit and Loss Statements for the fiscal period ending 31 December 2019**

Facts and Rationale: The Company already prepared the Company's financial statements for the fiscal year ended 31 December 2019, such financial statements was audited by the certified auditor, reviewed by the Audit Committee and approved by the Board of Directors, in accordance with Section 112 of the Public Limited Company Act B.E.2535 (1992) (as amended) (the "PLC Act") and Article 39 of the Company's Articles of Association, the Company shall procure a balance sheet and the comprehensive income statement as at the end of each fiscal year to be proposed to the shareholders' meeting for consideration and approval at an annual general meeting of every year. Therefore, it deems appropriate to propose that the 2020 Annual General Meeting of Shareholders approve the Company's financial statements for the fiscal year ended 31 December 2019, the details of which are as shown under Financial Statements Section in **Enclosure 2** (QR code) delivered to all shareholders together with the invitation to the Meeting.

In this regard, a summary of the key information of the Company's financial statement for the fiscal year ended 31 December 2019 is detailed as follows:

Details as of 31 December 2019 (Baht)	Consolidated financial statements	Separated financial statements
Total assets	1,200,226,663	1,194,218,009
Total liabilities	161,634,528	155,382,284
Shareholders' equity	1,038,592,135	1,038,835,725
Sales	1,194,315,228	1,193,470,701
Total revenues	1,205,251,388	1,208,727,374
Total comprehensive income for the year	236,460,162	236,906,058
Earnings per share	0.29	0.29

Opinion of the Board of Directors: The Board of Directors deems appropriate to propose to the 2020 AGM to consider and approve the financial statement and

comprehensive income statement of the Company of the year 2019 for fiscal year ended 31 December 2019 which have been already audited by the Auditor appointed by the resolution of 2019 Annual General Meeting of Shareholders, reviewed by the Audit Committee and approved by the Board of Directors, the details of which are as shown in **Enclosure 2** (QR code).

Remark: A resolution on this agenda item must be approved by a simple majority vote of the shareholders attending the Meeting and casting their votes.

**Agenda No.5 To approve the allocation of profit as legal reserve according to the Company's Operating Results for the year ended 31 December 2019 and to acknowledge the interim dividend payment at the rate of Baht 0.29 per share and no additional dividend payment.**

Facts and Rationale: 1) Pursuant to Section 116 of the PLC Act, the Company must set aside at least 5 percent of the annual net profit after deducting deficit brought forward (if any) as a statutory reserve until such statutory reserve should reach at least 10 percent of the registered capital. As, the Company has already allocated the reserve fund in the sufficient amount in accordance with legal requirements, the Company is not required to allocate additional net profit as a reserve fund.

2) Pursuant to Section 115 of the PLC Act and Article 44 of the Company's Articles of Association, the Board of Directors may from time to time, pay interim dividend to the shareholders when it is apparent that the Company has reasonable profits as to justify such payment, and when the dividend payment has been paid, the Board of Directors shall report to the shareholders at the next meeting.

In this regard, the Board of Directors Meeting No. 2/2020 on 26 March 2020 has resolved to approve the interim dividend payment according to the Operating Results for the year ended 31 December 2019, in the total amount of Baht 236,530,832.69 at the rate of 0.29 per share. In this regard, the Company already made the interim dividend payment to the shareholders who are eligible to receive the dividend as of 10 April 2020 (Record Date), on 24 April 2020.

3)The Company has a policy to pay dividends at the rate of no less than 50 percent of the net profit after income tax and all reserved fund required by laws and the Company's Articles of Association.

In this regard, the Board of Directors Meeting No.1/2020 on 24 February 2020 has resolved to allocated profit from the Company's Operating Results for the year ended 31 December 2019 to the dividend payment in the total amount of Baht 236,530,832.69, Baht 0.29 per share, therefore it is in line with the Company's dividend payment policy.

A comparison of the Company's dividend payments is summarized as follows

<b>Details of dividend payments</b>	<b>Fiscal year ended 31 December 2019</b>	<b>Fiscal year ended 31 December 2018</b>
1. Net Profit (Loss) from Separate F/S (Baht)	237,475,901	147,693,618
2. Number of total paid-up shares	815,623,561	815,623,561
3. Total dividend (Baht)	236,530,832	154,968,477
4. Dividend Payout Ratio (compare to net profit)	99.60%	104.92%

Furthermore, the interim dividends payment from the Company's Operating Results for the year ended 31 December 2019 to shareholders in the total amount of Baht 236,530,832.69 at Baht 0.29 per share as detailed above is a full dividend payment, therefore there is no additional dividend payment.

Opinion of the Board of Directors: The Board of Directors deems appropriate to propose to the 2020 AGM to

- (1) consider and approve the suspension of the allocation of profit as the legal reserve in accordance with the Operating Results for the year ended 31 December 2019 as the legal reserve of the Company has already reached the legal requirements
- (2) to acknowledge the interim dividend payment in accordance with the Operating Results for the year ended 31 December 2019 at the rate of 0.29 per share, in the total amount of Baht 236,530,832.69 of the net profit after deducting income tax in accordance with the Company's separated financial statement and
- (3) to consider and approve the allocation of profit of the Company's Operating Results for the year ended 31 December 2019 for annual dividend payment at the rate of 0.29 per share or equivalent to 99.60 percent of the net profit after deducting income tax in accordance with the Company's separated financial statement. However, the company paid interim dividends from the net profits of the company's operations for the fiscal year ending 31 December 2019 at the rate of 0.29 baht per share which is the

complete amount, therefore requesting approval not to pay additional dividend payment for the year 2019.

Remark: A resolution on this agenda item must be approved by a simple majority vote of the shareholders attending the Meeting and casting their votes.

**Agenda No.6 To approve the appointment of directors in place of those retiring by rotation**

Facts and Rationale: Pursuant to Section 71 of the PLC Act and Article 17 of the Company's Articles of Association, at least one-third of the total number of the directors must retire by rotation at the Annual General Meeting of Shareholders in each year and if it should be impossible for the number of directors to be divided into three, the number nearest to one-third must retire and the retired directors will be eligible for re-election.

At the 2020 Annual General Meeting of Shareholders, there are 3 directors who will retire by rotation as follows:

Name of person who are nominated for election as directors replacing directors who will retire by rotation	Board Meeting 2019	Sub- Committee Meeting (Audit Committee and Nomination and Compensation Committee) 2019	Service Year
Dr. Thamnoon Ananthothai Independent Director / Audit Committee Member	5/5	4/4	4
Mr. Wiwat Kanokwatanawan Vice Chairman / Nomination and Compensation Committee	5/5	4/4, 1/1	4
Mr. Maetup T.Suwat Director / Managing Director	5/5	4/4	4

The Nomination and Compensation Committee has reviewed the qualifications of the directors who will retire by rotation at the 2020 Annual General Meeting of Shareholders and viewed that these 3 directors who will retire by rotation i.e. 1) Dr. Thamnoon Ananthothai, 2) Mr. Wiwat Kanokwatanawan, and 3) Mr. Maetup T.Suwat are knowledgeable, competent, experienced, and skillful in the benefit to the Company's operations. Therefore, the Nomination and Compensation Committee deemed appropriate to propose that the 2020 Annual General Meeting of Shareholders approve the re-election of these 3 directors to be the Company's directors for another term.

In this regard, the Nomination and Compensation Committee has carefully considered and had an opinion that the said 3 directors who nominated to be re-elected as the Company's directors based on principles and process of nomination and viewed that these 3 directors had full qualifications and did not possess any prohibited characteristics under the PLC Act, the Securities and Exchange Act and the relevant regulations; and that the person who will hold the position of the independent director also possessed the qualifications in accordance with the Definition of the Independent Director of the Company, which is equal to the requirement of the notifications of the Office of the Securities and Exchange Commission (the "SEC") and the Stock Exchange of Thailand (the "SET"), as detailed in **Enclosure 3** delivered to all shareholders together with the invitation to the Meeting, including having full qualifications of the Independent Director as prescribed in the regulations of the SEC and the SET, which is appropriate to be the Company's directors

Therefore, the Board of Directors deemed appropriate to propose that the 2020 Annual General Meeting of Shareholders approve the re-election of the following persons to be the Company's directors for another term.

In this regard, profiles of person who are nominated to be re-elected as directors are as shown in **Enclosure 3** delivered to all shareholders together with the invitation to the Meeting

Opinion of the Board of Directors: The Board of Directors has carefully considered and deemed appropriate to propose the Meeting to consider and approve the re-election of the following three (3) directors who will retire by rotation, to be the Company's directors for another term:

- 1) Dr. Thamnoon Ananthothai - Independent Director / Audit Committee Member
- 2) Mr. Wiwat Kanokwatanawan - Vice Chairman / Nomination and Compensation Committee
- 3) Mr. Maetup T.Suhan – Director / Managing Director

Remark: The resolution for this agenda item must be approved by a simple majority vote of the shareholders attending the Meeting and casting their votes (For the election of the directors to replace those who must retire by rotation, the Company shall propose the Meeting to approve the election of each director individually).

**Agenda No. 7 To approve Directors' remuneration**

Facts and Rationale: Pursuant to Section 90 of the PLC Act and Article 22 of the Company's Articles of Association, the Company's directors are eligible to receive remuneration from the Company in the form of reward, meeting allowance, per diem, bonus or in other forms of benefits as determined by the shareholders' meeting; and that the said remuneration shall be determined as a fixed amount, or the determination of principles, or prescribe the remuneration criteria applicable from time to time or applicable until the shareholders' meeting resolves otherwise.

In this regard, the Nomination and Compensation Committee considered the propriety of the remuneration of the directors by taking into account various factors, i.e. the Company's operating results, the size of the Company's business and the duties and responsibilities in comparison with the remuneration rate of companies in the same industry and with the similar sizes. Upon due consideration, the Board of Directors deemed appropriate to propose that the 2020 Annual General Meeting of Shareholders approve the determination of the remunerations of directors of the Company for year 2020 in the amount not exceeding Baht 1,000,000. The directors' remuneration for meeting fee shall be paid by quarterly.

Position	Actual 2010 Payment	Proposed Amount for 2020
Chairman and Independent Director	220,000	220,000
Audit Committee Chairman and Independent Director	180,000	180,000
Independent Director	140,000	140,000
Non-executive Director	40,000	40,000
Executive Director	-	-
Total	580,000	580,000

Opinion of the Board of Directors: The Board of Directors deems appropriate to propose to the 2020 AGM to consider and approve the determination of remuneration of the directors of the Company for the year 2020 in the amount of not exceeding Baht 1,000,000. The directors' remuneration for meeting fee shall be paid by quarterly.

Remark: The resolution for this agenda item must be approved by not less than two-thirds of the total number of votes of the shareholders attending the Meeting.

**Agenda No. 8 To approve the appointment of the Company's auditor for 2020 and fixing of the auditor's remuneration**

Facts and Rationale: According to Section 120 of the PLC Act and Article 36 of the Company's Articles of the Association, the Annual General Meeting of Shareholders must appoint the auditors and determines the audit fee of the Company every fiscal year. It deems appropriate to propose that the 2020 Annual General Meeting of Shareholders approve the appointment of the auditors from EY Office Limited ("EY Office") Limited to be auditors of the Company for the fiscal year ended 31 December 2020, where any of the following auditors will be authorized to review and give opinion on the Company's financial statements.

(1) Miss Sumalee Reewarabandith Certified Public Accountant (Thailand) No. 3970 (having been the Company's auditor for 4 years and signed the financial statement of the Company for 4 years) and/or

(2) Mrs. Ponnard Paocharoen Certified Public Accountant (Thailand) No. 5238 (never signed the financial statement of the Company) and/or

(3) Ms. Manee Rattanabunnakit Certified Public Accountant (Thailand) No. 5313 (never signed the financial statement of the Company)

Referring to the selection of auditors for the fiscal year 2020, the Audit Committee of the Company reviewed and selected the auditors from audit firms who proposed audit fee and the scope of works to the Company based on the qualifications and working experiences of each firm. Upon due consideration, the Audit Committee of the Company viewed that EY Office Limited is independent, skillful in auditing, and the proposed audit fee is reasonable. In addition, these 3 auditors do not have any relationship with or any interest in the Company, subsidiaries, directors, executives, or major shareholders or any related person thereof. In addition, there are no proposed auditors being the Company's auditor for more than 7 years.

In the case that the above auditors are unable to perform their duties, EY Office Limited will be authorized to appoint any of its auditors to be the auditor of the Company.

In addition, it is deemed appropriate to propose that the 2020 Annual General Meeting of Shareholders approve the determination of the audit fee of the Company for the fiscal year ended on 31 December 2020 in the amount of not exceeding Baht 1,710,000 (not including subsidiary), excluding the non-audit services and the out of pocket expenses.

A comparison of the audit fee of the Company between year 2020 and year 2019 set out as follows:

<b>Audit Fee</b>	<b>For fiscal year ended 31 December 2019</b>	<b>For fiscal year ended 31 December 2020 (Proposed)</b>
Audit fee	Not exceeding Baht 1,660,000	Not exceeding Baht 1,710,000

Opinion of the Board of Directors: The Board of Directors deems appropriate to propose to the 2020 AGM to consider and approve the appointment of the following Auditors from EY Office Limited to be the Company's auditor for the fiscal year ended 31 December 2020 and fix the remuneration of not exceeding Baht 1,710,000 per annum, excluding the Company's subsidiaries, non-audit services fee and out of pocket expenses

1. Ms. Sumalee Reewarabandit  
Certified Public Accountant No. 3970 and/or
2. Mrs. Poonnard Paocharoen  
Certified Public Accountant No. 5238 and/or
3. Ms. Manee Rattanabunnakit  
Certified Public Accountant No. 5313

Remark: The resolution for this agenda item must be approved by a simple majority vote of the shareholders attending the Meeting and casting their votes.

#### **Agenda No. 9 Other Matters (if any)**

Opinion of the Board of Directors: The Board of Directors deems appropriate to provide the opportunity for the shareholders who wish to propose any other matter beyond the agenda items prescribed by the Board of Directors in this invitation, provided that the proposal of such matter shall be in accordance with the criteria and method stipulated by the laws.

The Company has published the invitation to the Annual General Meeting of Shareholders together with the enclosures on the Company's website at

<http://investor.afteryoudessertcafe.com/en/download/shareholders-meeting>

and therefore hereby invites all shareholders to attend the 2020 Annual General Meeting of Shareholders on Friday 19 June 2020 at 10.00 a.m., at the meeting room of After You Public

Company Limited, 4th Floor, No. 1319/9, Soi Pattanakarn 25, Pattanakarn Road, Suanluang Sub-District, Suanluang District, Bangkok. The map of the meeting venue is set out in **Enclosure 11**.

In the event that any shareholder is unable to attend the meeting in person and would like to appoint a proxy, such shareholder shall use either Proxy Form A or Proxy Form B. In the case where any foreign shareholder would like to appoint a custodian, such foreign shareholder shall use Proxy Form C as set out in **Enclosure 7-9**. In order to protect the rights and benefits of any shareholder who is unable to attend the meeting in person and would like to appoint an independent director of the Company as their proxy to attend the meeting and cast votes on its behalf, such shareholder can appoint a proxy by using Proxy Form B, stating the name of the independent director of the Company as listed and detailed in **Enclosure 10** and then submit the form attached with supporting documentation to After you Public Company Limited, No. 1319/9, Soi Pattanakarn 25, Pattanakarn Road, Suanluang Sub-District, Suanluang District, Bangkok. 10250, Telephone No. 02- 318-4488 ext. 312. In addition, in order for the Company to facilitate the verification of the documents, please submit all documentation to the Company by 18 June 2020.

It is recommended that the shareholders study the guidelines for registration, appointing proxy, documents and evidence required to be presented on the meeting date as set out in **Enclosure 5**. The Company will conduct the meeting in accordance with the Articles of Association of the Company, Chapter 6, the Meeting of Shareholders, as set out in **Enclosure 4**.

In order to facilitate the rapidity of registration of attendees at the 2020 Annual General Meeting of Shareholders, the Company will allow the shareholder and proxies to register their name from 8.00 a.m. on the meeting date at the meeting room of the Company's headquarter, 4th Floor, No. 1319/9, Soi Pattanakarn 25, Pattanakarn Road, Suanluang Sub-District, Suanluang District, Bangkok 10250. As the number of seats in the meeting room will be limited. Thus, we suggest the shareholders to consider appointing the independent directors as their proxy to attend the meeting and cast votes on their behalf. Furthermore, since the Company will implement the barcode system in the registration and counting of votes at this meeting, the shareholders and proxies are required to present the registration form as set out in **Enclosure 12** on the meeting date.

In this regard, the Company determined the names of shareholders who have the right to attend the 2020 Annual General Meeting of Shareholders (Record Date) on 8 June 2020.

Sincerely yours,



(Mr. Premon Pinski)

Chairman of the Board of Directors



Minutes of the 2019 Annual General Meeting of Shareholders  
of  
After You Public Company Limited

**Date, Time and Venue of Meeting**

We, After You Public Company Limited (the “Company”), convened the 2019 Annual General Meeting (the “Meeting”) on April 29, 2019 at 10.00 a.m., at Room Srinakarin 2, 9<sup>th</sup> Floor, The Grand Fourwings Convention Hotel, located at no. 333, Srinakarin Road, Huamak Sub-district, Bangkapi District, Bangkok.

**Introduction**

Mr. Teerasak Petchpaibool, acting as a conductor of the Meeting (the “Conductor”), welcomed shareholders and attendees of the Meeting and informed the Meeting about the general information regarding the registered capital and shares of the Company as at the record date, pursuant to Section 89/26 and Section 225 of the Securities and Exchange Act B.E. 2535 (1992) (as amended), on March 18, 2019, i.e. the Company had the registered capital of THB 81,562,500, divided into 815,625,000 ordinary shares, where the Company’s paid-up capital was THB 81,562,356, divided into 815,623,561 issued shares, with a par value of THB 0.10 each.

The Conductor informed the Meeting that, in the Meeting, 88 shareholders were present at the Meeting in person and by proxy, holding an aggregate of 570,090,639 shares, or representing 69.8963 percent of the Company’s total issued and sold shares. A quorum was, therefore, duly formed in accordance with law and the Company’s Articles of Association, which stated that there must be no less than 25 shareholders or no less than a half of the total shareholders attending a meeting in person and by proxy (of any), and they must collectively hold no less than one-third of the total issued shares of the Company.

In this regard, prior to proceeding the meeting agenda, the Conductor introduced the directors and the advisors of the Company who attended the Meeting as follows:

**Directors Present at the Meeting**

- |                               |   |
|-------------------------------|---|
| 1. Mr. Premon Pinskul         | Chairman of the Board of Directors / Audit Committee /<br>Chairman of the Nomination and Remuneration Committee |
| 2. Mr. Wiwat Kanokwatanawan   | Vice Chairman / Nomination and Remuneration Committee   |
| 3. Mr. Piched Bhimayothin     | Director / Chairman of the Audit Committee / Nomination and<br>Remuneration Committee                           |
| 4. Dr. Thamnoon Ananthothai   | Director / Audit Committee  |
| 5. Mr. Maetup T.Suwan         | Director and Managing Director  |
| 6. Ms. Gulapat Kanokwatanawan | Director and Vice Managing Director   |

7. Mr. Mill Kanokwatanawan Director and Assistant Managing Director

**Executives Present at the Meeting**

- |                                  |                                  |
|----------------------------------|----------------------------------|
| 1. Mr. Songpon Tasnasathienkij   | Director of Operation            |
| 2. Ms. Uraiwan Samanwong         | Director of Manufacturing        |
| 3. Ms. Chamaiporn Tungkittisawan | Director of Finance & Accounting |

**Advisors Present at the Meeting**

Auditors from EY Office Limited

- |                                   |               |
|-----------------------------------|---------------|
| 1. Ms. Sumalee Reewarabundit      | Audit Partner |
| 2. Ms. Natanich Teachawaraprasert | Audit Manager |

Legal Advisor from Hunton Andrews Kurth (Thailand) Limited

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|------------------------------|-----------|
| 1. Mr. Teerasak Petchpaibool | Associate |
| 2. Ms. Wichaya Apiratkasem   | Associate |

The Conductor informed the Meeting that the Company would use the Barcode System for registration and vote count. Prior to casting vote on each agenda item, the Conductor clarified the voting procedures and the vote count method in order to be in line with the good corporate governance, as follows:

1. In the casting of votes, each shareholder shall have the votes in the number equivalent to the number of shares they each held, where one vote equals to one share.
2. Shareholders attending the meeting in person and by proxy, appointed in the form as required by law, shall follow the following voting procedures:

Before casting votes in each agenda item, the shareholders shall sign a voting card for the purpose of voting transparency.

During casting votes in all agenda items, should there be no shareholder who disagree or abstain to vote, it shall be deemed that the shareholders have approved or agreed with the proposed agenda item with the number of shares they held. Any shareholders who disagree or abstain to votes shall cast their votes separately in the voting card and raise their hand so that the staff can collect such voting card.

In the process of counting votes, the Company will deduct the votes for disapproval and abstention from the total votes of shareholders in attendance. Remaining votes shall be deemed as votes for approval. In case that the shareholders cast their votes for approval in the agenda items, the shareholders shall keep such voting card with them and return such card to the staff after the Meeting was adjourned. In this regard, the Meeting was conducted in an open ballot system. However, the Company would still be collecting the voting cards of all attendees for the purpose of transparency.

Voting in the following manners shall be null and void;

- 1) The voting card with marks in more than one box;
- 2) The voting card with contradict voting;
- 3) The voting card with cross-out without signature being signed over; and
- 4) The voting card with the number of votes casted more than its eligibility.

In case where the shareholders would like to edit the votes casted in the card, the shareholders shall cross out the old mark and sign their name over such cross-out.

3. In case that the shareholder uses Proxy form B to appoint any person, director or independent director of the Company to attend the meeting and vote on his/her behalf as per the shareholder's intention, the proxy shall cast their vote in accordance with such intention.

The foreign shareholders using Proxy form C to appoint a custodian in Thailand to be their share depository and keeper can split their vote to agree, disagree or abstain on each agenda item.

4. The resolution for each agenda item requires votes of the shareholders as follows:

The resolutions for agenda item 2, agenda item 4, agenda item 5, agenda item 6 and agenda item 8 require a simple majority vote of the shareholders attending the Meeting and casting their votes. Whereas during agenda 6: To consider and approve the election of directors to replace those who must retire by rotation, the votes on the election of the directors will be casted individually.

The resolution for agenda 7 requires a vote of not less than two-third of the total number of votes of the shareholders attending the Meeting.

5. Whereas Clause 35 (1) of the Company's Article of Association prescribes that "In an ordinary case, the resolution of the Meeting must consist of a majority vote of the shareholders attending the meeting and casting their votes. In the case of tie vote, the chairman of the meeting shall have an additional vote as casting vote."

Therefore, in consideration of the majority vote of the shareholders, the Company will count only vote for "agree" and "disagree" of the shareholders attending the meeting and casting their votes. In case that, there were votes for "abstain", the Company will not count those votes as base of vote count.

6. Should any shareholders wish to leave the meeting early, or not to be present in a meeting room during the voting of any agenda items, the shareholders may still vote by submitting the voting card to the staff in advance before leaving the meeting room.

7. The number of votes of the shareholders in each agenda item may be varied due to the unequal number of attendees in each agenda items resulting from the gradual meeting attendance of shareholders and proxies.
8. To transparency of counting votes at this Meeting, the Company invited two shareholders' representatives to observe the vote count: i.e. Ms. Sukanya Khamsuprom and Ms. Pathanan Wanasmathurawan and one representative from Hunton Andrews Kurth (Thailand) Limited: i.e. Ms. Wichaya Apiratkasem to witness the vote count.
9. Prior to casting votes in each agenda item, the Chairman will give the shareholders and proxies an opportunity to make their comments and inquiries about such agenda item as appropriate. Any shareholders or proxies who would like to make inquiries or comments shall inform their name and surname and, in case of the proxy, the name and surname of proxy to the Meeting before the inquiries or comments were made.

The Conductor then asked Mr. Premon Pinskul, the Chairman of the Board of Directors, who shall act as the Chairman of the Meeting (the "Chairman"), to declare the 2019 Annual General Meeting of Shareholders open, and proceed to conduct the Meeting in line with the following agenda items.

#### **Agenda Item 1 Message from the Chairman to the Meeting**

- None -

Remark: This agenda item was for acknowledgement and no casting of vote was required.

#### **Agenda Item 2 To adopt the Minutes of 2018 Annual General Meeting of Shareholders**

The Chairman informed the Meeting that the Company had already prepared the Minutes of 2018 Annual General Meeting of Shareholders held on April 26, 2018, the details of which were as shown in Enclosure 1 (Minutes of 2018 Annual General Meeting of Shareholders) delivered to all shareholders together with the invitation to the Meeting. Therefore, it was deemed appropriate to propose that the Meeting adopt the Minutes of 2018 Annual General Meeting of Shareholders held on April 26, 2018 as detailed above.

The Conductor then gave the Meeting an opportunity to make their comments and inquiries about the current agenda item. However, no comments or queries were made. The Conductor then requested the Meeting to cast their votes in this agenda item.

Resolution After the due consideration, the Meeting resolved to adopt the Minutes of 2018 Annual General Meeting of Shareholders, where the voting results were as follows:

Approval	601,650,400	votes	representing	100
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Disapproval	-	votes	representing	-
Abstention	-	votes	representing	-

Remarks:

- (1) The resolution for this agenda item has no invalid voting card.
- (2) The resolution for this agenda item requires a simple majority vote of the shareholders attending the Meeting and casting their votes.

**Agenda Item 3 To acknowledge the report on the results of the Company's business operation for the fiscal year 2018**

The Chairman asked Mr. Maetup T. Suwan, the Managing Director, to present details of the Company's business operation for the fiscal year 2018 to the Meeting. The Chairman then informed the Meeting that the Company had already summarized the results of the Company's business operation and material changes in the fiscal year 2018 in the Company's Annual Report in a form of QR Code delivered to all shareholders together with the invitation to the Meeting (Enclosure 2).

Mr. Maetup T. Suwan informed the Meeting of the Company's business operation in the year 2018 in summary that the Company has opened six more branches: at (1) Don Mueang Airport, (2) The Offices at CentralWorld (3) CentralFestival Chiangmai (4) CentralPlaza Udonthani (5) Central Rama II, and (6) Terminal 21 Pattaya.

Besides those new branches, the Company has continually produced desserts for a new customer which was an airline. In the past year 2018, the Company has been continually purchasing raw materials and providing services. For the exiting airline partner, the Company also has made several sale and purchase deals with such partner as well in the year 2018.

Moreover, the Company had several projects done in 2018, with both the old customers and new customers, especially with those customers who were financial institutions where the Company participated in several sale promotion campaigns, making such campaigns answer more to customers' needs.

The Company has also launched several take-away products, comprising those which had been developed from the existing products and the new products. Such take-away products consisted of both drinks and snow cone. The Company has arranged to have a delivery service for convenience of the customers in Bangkok and adjusted the packaging and added more delivery channels through cooperation with major business operators specialized in food delivery.

The Conductor then gave the Meeting an opportunity to make their comments and inquiries about the current agenda item. However, no comments or queries were made.

Remark: This agenda item was for acknowledgement and no casting of vote was required.

**Agenda Item 4 To approve the Company's financial statements for the fiscal year ended December 31, 2018**

The Chairman asked Mr. Mill Kanokwatanawan to present the Company's financial statements for the fiscal year ended December 31, 2018.

Mr. Mill Kanokwatanawan, the Assistant Managing director, informed the Meeting of the Company's financial statements for the fiscal year ended December 31, 2018, the details of which were as shown in Enclosure 2. Such financial statements were audited by the certified auditor and the certified auditor had given unconditional opinion on the Company's financial statements. Key essences of the Company's financial statements for the fiscal year ended December 31, 2018 were detailed as follows.

Items	as at 31 December 2018	as at 31 December 2017
Net Assets	1,097,421,035	1,033,812,475
Net Liabilities	140,320,873	101,514,478
Equity	957,100,162	932,297,997
Sale Proceeds	871,088,755	723,963,348
Net Income	880,729,949	735,380,397
Net Profits	147,425,816	128,903,062
Total Net Profits	147,146,008	128,903,062
Profit per Share	0.18	0.16

Moreover, Mr. Mill Kanokwatanawan informed the Meeting that pursuant to Section 112 of the Public Limited Company Act B.E. 2535 (1992) (as amended) (the "PLC Act") and Clause 39 of the Company's Articles of Association, the Company shall prepare financial statements and the comprehensive profit and loss statement at the end of each fiscal year to be proposed to the shareholders' meeting for consideration and approval at an annual general meeting of every year. Therefore, it was deemed appropriate to propose that the 2019 Annual General Meeting of Shareholders consider and approve the Company's financial statements for the fiscal year ended December 31, 2018, audited by the certified auditor and reviewed by the Audit Committee.

The Conductor then gave the Meeting an opportunity to make their comments and inquiries about the current agenda item. However, no comments or queries were made. The Conductor then requested the Meeting to cast their votes in this agenda item.

Resolution After due consideration, the Meeting resolved to approve the Company's financial statements for the fiscal year ended December 31, 2018 as proposed, where the voting results were as follows:

Approval	601,684,000	votes	representing	100
Disapproval	-	votes	representing	-

Abstention	-	votes	representing	-
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Remarks:

- (1) The resolution for this agenda item has no invalid voting card.
- (2) The resolution for this agenda item requires a simple majority vote of the shareholders attending the Meeting and casting their votes.

**Agenda Item 5 To approve the allocation of the profits from the Company's business operation for the fiscal year ended December 31, 2018 and the dividend payment**

The Chairman informed to the Meeting that pursuant to Section 115 of the PLC Act, the Company shall not pay dividend if the Company still has accumulated deficit despite having net profit in such particular year. In addition, the Company shall set aside at least five percent of the annual net profit after deducting deficit brought forward (if any) as a statutory reserve until such statutory reserve reach at least ten percent of the registered capital. Additionally, the Company had a policy to pay dividends at the rate of no less than 50 percent of the net profit after income tax and all reserved fund required by laws and the Company's Articles of Association. However, the said dividend payment may be changed upon any requirement or factor, as the Board of Directors deemed appropriate.

In addition, Section 116 of the PLC Act and Clause 45 of the Company's Articles of Association required that the Company shall set aside at least five percent of the annual net profit after deducting deficit brought forward (if any) as a statutory reserve until such statutory reserve reach at least ten percent of the registered capital.

According to the Company's operating results for the fiscal year ended December 31, 2018, the Company had net profit in accordance with the Company's standalone financial statements in the amount of THB 147,693,618. In order to reward the Company's shareholders pursuant to the Company's dividend policy, It was deemed appropriate to propose that the 2019 Annual General Meeting of Shareholders consider to approve the dividend payment from the results of the Company's business operation for the fiscal year ended December 31, 2018 in the sum of not exceeding THB 154,968,477 (equivalent to THB 0.19 per share) to be paid from the total net profits (standalone financial statements) for year 2018 amounting THB 147,413,810 and from accumulated profits amounting THB 7,554,667, subject to withholding tax.

In this regard, the Company has set the date for determining the name of shareholders who shall be entitled to receive such dividend payment (Record Date) to be on May 10, 2019. The dividend payment would be made on May 28, 2019, pursuant to Section 89/26 and Section 225 of the Securities and Exchange Act B.E. 2535 (1992) (as amended).

The Conductor then gave the Meeting an opportunity to make their comments and inquiries about the current agenda item. However, no comments or queries were made. The Conductor then requested the Meeting to cast their votes in this agenda item.

**Resolution** After due consideration, the Meeting resolved to approve the dividend payment from the results of the Company's business operation for the fiscal year ended December 31, 2018 in the sum of not exceeding THB 154,968,477 (equivalent to THB 0.19 per share), where the Company has set the date for determining the name of shareholders who shall be entitled to receive such dividend payment (Record Date) to be on May 10, 2019. The dividend payment would be made on May 28, 2019, pursuant to Section 89/26 and Section 225 of the Securities and Exchange Act B.E. 2535 (1992) (as amended), with the following votes:

Approval	601,684,000	votes	representing	100.00
Disapproval	-	votes	representing	-
Abstention	-	votes	representing	-

**Remarks:**

- (1) The resolution for this agenda item has no invalid voting card.
- (2) The resolution for this agenda item requires a simple majority vote of the shareholders attending the Meeting and casting their votes.

**Agenda Item 6 To approve the election of directors to replace those who must retire by rotation**

The Chairman informed the Meeting that pursuant to Section 71 of the PLC Act and Clause 17 of the Company's Articles of Association, at least one-third of the total number of the directors must retire by rotation at the Annual General Meeting of Shareholders in each year and if it should be impossible for the number of directors to be divided into three, the number nearest to one-third must retire and the retired directors would be eligible for re-election.

In this regard, at the 2019 Annual General Meeting of Shareholders of the Company, there were three directors who must retire by rotation as follows:

1. Mr. Premon Pinskiul Chairman of the Board of Directors / Audit Committee / Chairman of the Nomination and Remuneration Committee
2. Ms. Gulapat Kanokwatanawan Director and Vice Managing Director
3. Mr. Mill Kanokwatanawan Director and Assistant Managing Director

The Chairman informed the Meeting that in order to be in line with the good corporate governance and for transparency, the Chairman and the other two directors who would retire by rotation as

named above, who were the interested persons in this agenda item, shall now leave the Meeting room until the consideration of this agenda item were finished, and asked Mr. Wiwat Kanokwatanawan, the Vice Chairman, to act as the Chairman for this agenda item (The three directors left the Meeting room.)

Mr. Wiwat Kanokwatanawan informed the Meeting that the Nomination and Remuneration Committee had reviewed the qualifications of the directors who would retire by rotation at the 2019 Annual General Meeting of Shareholders and viewed that these three directors had the knowledge, capacity, experience and skills which would be beneficial to the Company's operations and did not possess any prohibited characteristics under the PLC Act, the Securities and Exchange Act and the relevant notifications; and the person who would hold the position of the independent director, he/she must also possessed the qualifications in accordance with the definition of the Independent Director of the Company, which shall be as prescribed in the requirement of the notifications of the Office of the Securities and Exchange Commission and the Stock Exchange of Thailand.

Therefore, it was deemed appropriate to propose that the Meeting consider and approve the election of all three directors who must retire by rotation to resume their position, having details as appeared in Enclosure 3 (Profiles and Working Experience of Candidates Nominated for Election as Directors Replacing Directors who will Retire by Rotation) delivered to all shareholders together with the invitation to the Meeting.

The Conductor then gave the Meeting an opportunity to make their comments and inquiries about the current agenda item. However, no comments or queries were made. The Conductor then requested the Meeting to cast their votes in this agenda item.

Resolution After due consideration, the Meeting resolved to approve the election of Mr. Premon Pinskul, Ms. Gulapat Kanokwatanawan and Mr. Mill Kanokwatanawan, where the voting results were as follows:

1. Approve Mr. Premon Pinskul as the Company's director, detailed as follows:

Approval	601,678,625	votes	representing	99.9991
Disapproval	5,375	votes	representing	0.0009
Abstention	-	votes	representing	-

2. Approve Ms. Gulapat Kanokwatanawan as the Company's director, detailed as follows:

Approval	601,684,100	votes	representing	100.00
Disapproval	-	votes	representing	-
Abstention	-	votes	representing	-

3. Approve Mr. Mill Kanokwatanawan as the Company's director, detailed as follows:

Approval	601,684,100	votes	representing	100.00
Disapproval	-	votes	representing	-
Abstention	-	votes	representing	-

Remarks:

- (1) The resolution for this agenda item has no invalid voting card.
- (2) The resolution for this agenda item requires a simple majority vote of the shareholders attending the Meeting and casting their votes.

**Agenda Item 7 To consider and approve the determination of the remuneration of the directors and the audit committee**

The Chairman as the Chairman of the Nomination and Remuneration Committee informed the Meeting on the remuneration of the Company's directors and the Audit Committee for the year 2019 that pursuant to Section 90 of the PLC Act and the Company's Articles of Association, the Company's directors were eligible to receive remuneration from the Company in the form of reward, meeting allowance, per diem, bonus or and in other forms of benefits as approved by the shareholders' meeting; and that the said remuneration shall be determined as a fixed amount, or as guideline, or to be determined from time to time or to be determined and applicable until the shareholders' meeting resolves otherwise. In addition, the directors may receive allowances and welfares pursuant to the Company's regulation(s).

In this regard, the Nomination and Remuneration Committee considered the propriety of the remuneration of the Company's directors and the Audit Committee by considering various factors, i.e. the Company's operating results, the size of the Company's business and the duties and responsibilities of the Board of Directors and the Audit Committee in comparison with the remuneration rate of companies in the same industry and with the similar sizes. Upon due consideration, the Board of Directors deemed that it was appropriate to propose that the 2019 Annual General Meeting of Shareholders consider and approve the determination of the remunerations of directors and Audit Committee of the Company for year 2019 in an amount not exceeding THB 580,000, payable in a form of quarterly meeting remuneration. Details thereof were as follows:

Quarterly Remuneration for the Board of Directors

Position	Total Actual Remuneration for Year 2018 (6 Meetings in Total)	Year 2019 (Proposed)
Chairman and Independent Director	190,000	THB 55,000 per Quarter or THB 220,000 per Year

Audit Committee Chairman and Independent Director	150,000	THB 45,000 per Quarter or THB 180,000 per Year
Independent Director	110,000	THB 35,000 per Quarter or THB 140,000 per Year
Non-executive Director	40,000	THB 10,000 per Quarter or THB 40,000 per Year
Executive Director	None	None

The Conductor then gave the Meeting an opportunity to make their comments and inquiries about the current agenda item. However, no comments or queries were made. The Conductor then requested the Meeting to cast their votes in this agenda item.

**Resolution** After due consideration, the Meeting resolved to approve the determination of the remuneration of the directors and the Audit Committee as proposed, where the voting results were as follows:

Approval	601,691,850	votes	representing	100.00
Disapproval	-	votes	representing	-
Abstention	-	votes	representing	-

**Remarks:**

- (1) The resolution for this agenda item has no invalid voting card.
- (2) The resolution for this agenda item requires a vote of not less than two-third of the total number of votes of the shareholders attending the Meeting.

**Agenda Item 8 To approve the appointment of the auditors and the determination of the auditors' remuneration for the fiscal year 2019**

The Chairman asked Mr. Piched Bhimayothin, the Chairman of Audit Committee to present the details to the Meeting.

Mr. Piched Bhimayothin informed the Meeting that according to Section 120 of the PLC Act and Clause 36 of the Company's Articles of the Association, the Annual General Meeting of Shareholders shall appoint the auditors and determines the audit fee of the Company every fiscal year. It was deemed appropriate to propose that the 2019 Annual General Meeting of Shareholders consider and approve the appointment of the auditors from EY Office Limited to be auditors of the Company for the fiscal year ended December 31, 2019, where any of the following auditors would be authorized to review and opine on the Company's financial statements.

1. Ms. Sumalee Reewarabandith, Certified Public Accountant No. 3970; and/or
2. Mrs. Ponnart Paocharoen, Certified Public Accountant No. 3970; and/or
3. Ms. Manee Rattanabunnakit, Certified Public Accountant No. 5238.

In selecting the auditors for the fiscal year 2019, the Audit Committee had considered the qualification, working experience and the proposed audit fee and viewed that EY Office Limited was independent and skillful in auditing. In addition, these three auditors did not have any relationships with or any interests in the Company, the Company's subsidiaries, directors, executives, or major shareholders or any related person thereof.

In addition, it was deemed appropriate to propose that the 2019 Annual General Meeting of Shareholders consider and approve the determination of the auditors' remuneration in the amount of not exceeding THB 1.82 million (excluding the subsidiaries that were not audited by EY Office Limited), excluding the non-audit services and out-of-pocket expenses, which was higher than the auditor's remuneration for the previous fiscal year by THB 120,000 or 7%.

The Conductor then gave the Meeting an opportunity to make their comments and inquiries about the current agenda item. However, no comments or queries were made. The Conductor then requested the Meeting to cast their votes in this agenda item.

**Resolution** After due consideration, the Meeting resolved to the appointment of the auditors and the determination of the auditors' remuneration for the fiscal year 2019 as proposed, where the voting results were as follows:

Approval	601,691,750	votes	representing	99.9999
Disapproval	100	votes	representing	0.0001
Abstention	-	votes	representing	-

**Remarks:**

- (1) The resolution for this agenda item has no invalid voting card.
- (2) The resolution for this agenda item requires a simple majority vote of the shareholders attending the Meeting and casting their votes.

**Agenda Item 9 Other matters (if any)**

The Conductor informed the Meeting that all the agenda items to be proposed at the Meeting as specified in the Notice of 2019 Annual General Meeting of Shareholders were complete and then gave the Meeting an opportunity to make their comments and inquiries. The summary of inquiries, replies and comments were as follows:

Mrs. Pattamaporn Rattanakongsuk, a shareholder attending the Meeting in person, congratulated the Company for its turnover and that it had received label, thanked the Board of Directors for making the Company more profitable, and inquired on the following matters.

1. Butter bread bun and milk bread bun both were the products that received a lot of attention, with this much attention, it has caused some criticism which the Company handled such criticism by launching an online purchase. This shareholder has tried purchasing the products through the online system and found that the delivery would take five days. The shareholder then asked for a reason behind such 5-day period and further suggested that the Company be more responsive with the criticism in the social media.
2. As at present there was only one branch of Maygori, the shareholder asked to know the sales difference between the snow cone and other desserts that had caused Maygori to have only one branch.

Mr. Maetup T.Suhan,

Director and Managing Director, clarified that the 5-day period was for payment verification and for a factory to prepare the order, which was considered to be a normal period of time and assigned Mr. Songpon Tasnasathienkij, Director of Operation, to provide more clarification.

Mr. Songpon Tasnasathienkij,

Director of Operation, additionally clarified that the Company has always tried to distribute the products to all branches. However, given a very high demand of these products in a market, it might be hard for some consumers to access these products as the products may not be available for purchase at all time. Nevertheless, the Company could confirmed that at present, these products were available at every branch in Bangkok and surrounding provinces every day.

Mr. Maetup T.Suhan,

Director and Managing Director, then answered the question on Maygori that the Company has been able to carry out its business under "Maygori" brand for around three years as from the beginning, the Company had started developing a snow cone product and received good responses. However, later on during a market trial, the Company found out that Thai peoples probably like desserts that were more sweet and rich in flavor which was not the desserts sold at Maygori. Nevertheless, the current branch of Maygori: i.e. Siam Square One was still able to continually

maintain a satisfactory business turnover, enabling Maygori to be able to continue its operation without causing any burdens. In this regard, as the location of Maygori, Siam Square One branch, relied on a same agreement as After You, Siam Square One branch, the Company had a plan to further replace Maygori with other projects.

Ms. Gulapat Kanokwatanawan,

Director and Vice Managing Director, answered the question on the criticism that the Company has always kept track of all the criticisms and tried to solve all the problems mentioned in those criticisms. For the case of the butter bread bun and milk bread bun, this project had initially been initiated for merit-making purpose. This project had been developed and done with two days, given this fact, the Company might not prepare itself to receive that much (beyond expectation) attention once launched. Given that the Company's manufacturing line had not been prepared for produce these two types of bread, the Company therefore tried to improve the efficiency of the manufacturing line for both butter bread bun and milk bread bun.

In addition, regarding the response in a social media, the reason why the Company has not responded much was because the Company chose to do so, to respond only to some issues and comments. Anyway, Ms. Gulapat Kanokwatanawan thanked the shareholder for such suggestion and said that the Company would try to be more responsive.

Mr. Pornnarit Leela-arporn,

a shareholder attending the Meeting in person, inquired on the progress of branch opening in foreign countries and on the turnover of the branches in other provinces.

Mr. Maetup T.Suhan,

Director and Managing Director, answered that for the foreign country branch, the Company had already signed an agreement for opening of new branch in Malaysia. However, a party to such agreement had failed to do as agreed, the Company therefore though to end the work with this party. In addition, the Company had accepted a request for branch opening from Hong Kong and a draft agreement was now under review. It was expected that this agreement would be signed soon. Therefore, the first branch in foreign country would be in Hong Kong, which was expected to open and operate within the end of this year 2019.

For the turnover of the branches in other provinces, which were the branches in Nakhon Ratchasima, Udonthani, Chiangmai, Chonburi (Pattaya) and Phuket, their turnovers were considered to be in a good level.

Mr. Manachai Tantikanchanakul, a shareholder attending the Meeting in person, inquired the followings.

1. What was the current production capacity of the butter bread bun and milk bread bun? What was the ratio of the products sold to partners to those sold directly by the Company? Would the Company increase the production capacity? Was there any plan to produce those bread buns in a smaller box?
2. How was a turnover of the four new branches opened in this year? Were the six branches in the second quarter still in progress as planned? Did the Company has a plan to open more branch(es) besides those ten branches?

Mr. Maetup T.Suhan, Director and Managing Director, clarified each point as follows:

1. For the bread, the Company had already increased the production capacity for three times. The current status was that the number of breads were sufficient for distribution to all branches and for daily sale with no leftovers. The Company distributed approximately 10% of all the manufactured amount to its organizational customers. (Ms. Gulapat Kanokwatanawan added that the Company also had a plan to produce a smaller box for these buns.)
2. Regarding the four new branches that opened earlier this year: at ICONSIAM, Sukhumvit 101, The Market Bangkok, and Patong, they all had a good initial turnover. For the other six branches in the second quarter, two of them were already materialized: i.e. Sukhumvit 101 branch which was to be opened on 30 April 2019 and Hatyai branch which was now under construction. For the other four branches, one of them would be in Chiangmai and the other three were still in the process of area study and selection. In this regard, it was expected that the Company would be able to open these new branches (all ten of them) within this year end or within the third quarter at the earliest.

Ms. Tippawan Trakarnvichit,

a proxy, asked the following questions.

1. Did the Company has a plan to close down any branches?
2. Did the Company has a policy for employees working in the branches having many foreign customers? If yes, what was such policy?
3. What was the Company's 10-year vision towards After You?

Mr. Maetup T.Suhan,

Director and Managing Director, answered each questions as follows:

1. Aside from the Don Mueang branch that had already been closed, the Company had no plan to close down any other branches, however, there may be some transformation made to some branches. For example, Silom Complex branch now had a separate take-away kitchen and store.
2. For the policy, the Company always tried to ensure that the employees working in those branches serving numbers of foreign customers were able to communicate well in both Thai and English languages. In this regard, the Company has hired numbers of college students as a part-time staff for such branches.
3. The Company's 10-year vision towards After You was to see After You opened in many countries and to see that After You was able to promote itself to be at least a regional brand.

Mr. Panuwat Vejyanwiwat,

a shareholder attending the Meeting in person, inquired on the Company's plan in improving the desserts that could be preserved for a long time without a need of immediate consumption, including the plan to improve the desserts as a whole.

Ms. Gulapat Kanokwatanawan,

Director and Vice Managing Director, clarified that at present, the Company had already produced such type of desserts that could be preserved for a long time: i.e. two months. The butter bread bun was one of those products. Moreover, the Company also had a plan to improve its products in the future.

Mr. Maetup T.Suhan,

Director and Managing Director, added that details of the improvement plan for each dessert would be announced soon in the future. The Company would be focusing more on take-away products.

Mr. Suwit Sriwilairit,

a shareholder attending the Meeting in person, asked about (i) the current number of After You's members and how many of them were active member, and (ii) the number of ratio of sales of the members, and further suggested that the Company should have its own cash card for the members and should develop its own mobile application in order to allow customers to access promotions more easily.

Mr. Maetup T.Suhan,

Director and Managing Director, clarified that the current number of the members was at hundred thousand and still growing. For the cash card, it was one of the Company's future plan.

Mr. Panuwat Yoochang,

a shareholder attending the Meeting in person, asked if the Company was interested in any M&A.

Mr. Maetup T.Suhan,

Director and Managing Director, answered that the Company was and has been interested in M&A, however, the Company has not yet found a deal or an agreement that met all the Company's demands.

Ms. Tippawan Trakarnvichit,

a proxy, asked on how the Company planned to handle its operation during the Royal Coronation of King Rama X, since back in 2016 during the Royal Ceremony of King Rama IX, Maharaj branch had been very crowded.

Mr. Songpon Tasnasathienkij,

Director of Operation, informed that although there would be road closures, but the stores would still be opened, and the Company has already prepared itself for such event.

Once there were no further comments or queries from the shareholders, the Chairman then thanked all the shareholders for having sacrificed their time to attend the Meeting and adjourned the 2019 Annual General Meeting at 11.40 a.m.

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(Mr. Premon Pinskul)

Chairman of the Meeting

Signed \_\_\_\_\_

(Mr. Mill Kanokwatanawan)

Director and Company Secretary

Recorder of the Minutes

**2019 Annual report of the Company and the Company's  
Financial Statement ended 31 December 2019  
in electronic form or via QR code**

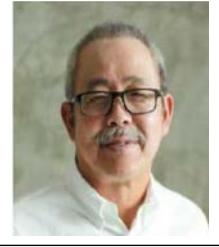


**Profiles and Working Experiences of Candidates Nominated for Election as Directors 1/3**

<b>Name-Surname</b>	Dr. Thamnoon Ananthothai	
<b>Type of Director to be Nominated for Election</b>	Independent Director and Audit Committee Member	
<b>Current Position in the Company</b>	Independent Director and Audit Committee Member	
<b>Number of years in office</b>	4 years	
<b>Age</b>	63	
<b>Nationality</b>	Thai	
<b>Education Qualification</b>	-Ph.D. in International Management, Walden University Naples, Florida, USA -Master of Business Administration, The University of Sarasota, Sarasota City, Florida, USA -Bachelor's Degree in Accountancy & Management, Eckerd College-St. Petersburg, Florida, USA	
<b>Director Accreditation Program</b>	IOD Program, Thai Institute of Directors <ul style="list-style-type: none"><li>■ Directors Certification Program (DCP)</li><li>■ Director Accreditation Program (DAP)</li><li>■ Audit Committee Program (ACP)</li><li>■ The Role of Chairman Program (RCP)</li><li>■ Understanding the Fundamental of Financial Statement (UFS)</li></ul>	
<b>Shareholding in the Company</b>	562,500 shares or 0.07% as of 31 December 2019	
<b>Directorship or Executive Position in other listed company</b>		
2007 – Present	Vice Chairman of the Board of Directors and Audit Committee Chairman Better World Green Pcl. (Service Business)	
2007– Present	Deputy Chairman of the Board of Directors and Audit Committee Chairman IFS Capital (Thailand) Pcl. (Financial Business)	
2004 – Present	Executive Director Merchant Partners Securities Pcl. (Financial Business)	
2004 – Present	Independent Director, Audit Committee Member, and Nomination and Remuneration Committee Chairman Thai Union Group Pcl. (Seafood-based Food and Frozen Food Business)	

<b>Position in other business</b>	
2007 – Present	Executive Director Merchant Partners Asset Management Ltd. (Financial Business)
2007 – Present	Executive Director Merchant Partners Ltd. (Financial Business)
1997 – Present	Director in Economic Sector Committee The Federation of Thai Industries
2001 – 2015	Executive Board Member and Clearing House Subcommittee Member Agricultural Futures Exchange of Thailand
2009 – 2015	Audit Committee Member Bangkok University
2005 – 2015	Independent Director and Audit Committee Member Property Perfect Pcl. (Real Estate Business)
<b>Directorship or Executive Position in other business that may have conflict of interests or undertake business of the same nature and competing with the Company's business</b>	None

**Profiles and Working Experiences of Candidates Nominated for Election as Directors 2/3**

<b>Name - Surname</b>	Mr. Wiwat Kanokwatanawan	
<b>Type of Director to be Nominated for Election</b>	Vice Chairman / Nomination and Compensation Committee	
<b>Current Position in the Company</b>	Vice Chairman / Nomination and Compensation Committee	
<b>Number of years in office</b>	4 years	
<b>Age</b>	65	
<b>Nationality</b>	Thai	
<b>Education Qualification</b>	Bachelor of Engineering, University of Kentucky, USA	
<b>Director Accreditation Program</b>	-	
<b>Shareholding in the Company</b>	1,875,000 shares or 0.23% as of 31 December 2019	
<b>Directorship or Executive Position in other listed company</b>		
1979 – 2017	Director and Chief Executive Officer Pakfood PCL. (Seafood and frozen food business)	
<b>Position in other business</b>		
Previous – 2017	Director - Okeanos Co., Ltd. (Seafood and frozen food business)	
previous – 2017	Director - Chao Pharya Coldstorage Co., Ltd. (Rental property business)	
previous – 2017	Director - Takzin Samut Co., Ltd (Rental property business)	
Previous – 2017	Director - Looklarn Charoen Co., Ltd. (Food business)	
Previous – 2017	Director - Kanokthorn Foods Industry Co., Ltd (Food business)	
<b>Directorship or Executive Position in other business that may have conflict of interests or undertake business of the same nature and competing with the Company's business</b>	None	

**Profiles and Working Experiences of Candidates Nominated for Election as Directors 3/3**

<b>Name - Surname</b>	Mr. Maetup T.Suhan	
<b>Type of Director to be Nominated for Election</b>	Director	
<b>Current Position in the Company</b>	Director and Managing Director	
<b>Number of years in office</b>	4 years	
<b>Age</b>	46	
<b>Nationality</b>	Thai	
<b>Education Qualification</b>	<ul style="list-style-type: none"> <li>- Master's degree in industrial design, Pratt Institute, USA</li> <li>- Bachelor's Degree in interior design, School of Visual Arts, USA</li> <li>- Bachelor's Degree in business administration, St. Thomas Aquinas College, USA</li> </ul>	
<b>Director Accreditation Program</b>	<ul style="list-style-type: none"> <li>IOD Program, Thai Institute of Directors</li> <li>- Director Accreditation Program (DAP)</li> </ul>	
<b>Shareholding in the Company</b>	239,793,750 shares or 29.40% as of 31 December 2019	
<b>Directorship or Executive Position in other listed company</b> -None-		
<b>Position in other business</b>		
2018 – Present	Director - After You Hong Kong Limited	
2015 – Present	Director - Aurum and Aurum Co., Ltd.	
2010 – Present	Director - M & M 2007 Co., Ltd	
2004 – Present	Director - Prima Publishing (Publishing business)	
<b>Directorship or Executive Position in other business that may have conflict of interests or undertake business of the same nature and competing with the Company's business</b>	None	

**Articles of Association of After You Public Company Limited****Section 6****Meeting of Shareholders**

**Clause 31** The Board of Directors shall convene an Annual General Meeting of Shareholders within four (4) months from the end of every fiscal year of the Company.

Any shareholders' meetings other than the one referred to in the first paragraph shall be called an "Extraordinary General Meeting". The Board of Directors may call the Extraordinary General Meeting any time as the Board of Directors deems appropriate.

Any shareholder(s) holding shares of no less than one-fifth (1/5) of the total amount of issued shares or no less than twenty five (25) shareholders holding shares of no less than one-tenth (1/10) of the total amount of issued shares, may submit a request in writing to the Board of Directors to convene the Extraordinary General Meeting at any time as they deem appropriate, provided that the reason to convene such Extraordinary General Meeting is clearly stated in the request. In this case, the Board of Directors shall hold the Extraordinary General Meeting within one (1) month from the receipt of shareholder's request.

**Clause 32** Regarding the calling of a general meeting, the Board of Directors shall prepare an invitation specifying the venue, date and time of the meeting, including the business to be transacted at the meeting and the business to be proposed at the meeting with sufficient details. The agenda shall be specified clearly whether it is submitted to the meeting for acknowledgement, approval, or consideration, as the case may be, including the opinion of the Board of Directors on such matter. The invitation shall be sent to the shareholders and the registrar at least seven (7) days prior to the meeting date. In addition, the invitation of a shareholders' meeting shall be advertised on a newspaper for three (3) consecutive days in the newspaper, for at least three (3) days prior to the meeting date.

The venue of the shareholders' meeting shall be held in the province in which the Company's head office located, or any other province nearby determined by the Board of Directors.

**Clause 33** In every shareholders' meeting, a quorum shall consist of the presence of the shareholders and proxies (if any) of at least twenty-five (25) persons or at least half (1/2) of the total number of shareholders, and shareholders attend the meeting must hold at least one-third (1/3) of the total number of the issued shares.

If within one (1) hour from the time scheduled for the meeting a quorum is not presented, if the meeting is called by request of the shareholders, such meeting shall be adjourned. However, if such meeting is not called by the request of the shareholders, the meeting shall be rescheduled. The invitation to such meeting shall be sent in writing to every shareholder at least seven (7) days before the meeting date. In such postponed meeting, the quorum is not required.

**Clause 34** The Chairman of the Board of Directors shall be a chairman of the general meeting. In the case that the Chairman of the Board of Directors is not present at the general meeting or is unable to perform his/her duty, the Vice Chairman of the Board of Directors shall act as the chairman of the general meeting. If the Vice Chairman is not present or is unable to perform his/ her duty, a shareholder shall be elected to be the Chairman of the general meeting.

**Clause 35** Regarding the casting of votes in a general meeting, each shareholder shall have one (1) vote for each share he/she holds. If any shareholder has any conflict of interest in any agenda, such shareholder

shall be prohibited from casting his/her vote on that agenda. Except in the voting for the election of directors, the affirmative vote of a resolution of a general meeting shall be made as follows:

- (1) In ordinary case, a simple majority vote of the shareholders who attend the meeting and cast their votes. In the event of a tied vote, the Chairman shall have a casting vote;
- (2) Each of the following matters requires at least three-fourths (3/4) of the total votes of the shareholders who attend the meeting and have the rights to vote:
  - (a) The sale or transfer of the whole or substantial part of business of the Company to other persons;
  - (b) The purchase or acquisition of the business of other private companies or public companies by the Company;
  - (c) The execution, amendment, or termination of contract with respect to the granting of a lease of the whole and substantial part of business of the Company, the assignment of other person(s) to manage the business of the Company, or the amalgamation of the Company's business with other persons with the purpose of sharing benefits or deficits.
  - (d) The amendment to the Company's Memorandum of Association or Articles of Association;
  - (e) The increase or decrease of the registered capital of the Company;
  - (f) The dissolution of the Company;

- (g) The issuance of debentures of the Company; or
- (h) The amalgamation of the Company with another company;

**Clause 36** The following businesses are to be transacted at the annual general meeting of the shareholders:

- (1) To consider and acknowledge the report of the Board of Directors relating to the Company's performance in the past fiscal year;
- (2) To consider and approve the balance sheet and the profit and loss statement;
- (3) To consider and approve the allocation of profits and dividend payment;
- (4) To consider and approve the appointment of directors who retire by rotation;
- (5) To consider and approve the determination of the directors' remunerations;
- (6) To consider and approve the appointment of the auditor and the determination of audit fee; and
- (7) To consider any other matters.

## **Guidelines for Registration, Appointment of Proxy, Documents to Be Presented on the Meeting Date**

### **Registration**

After You Public Company Limited (the "Company") will allow the shareholders and/or proxies to register to attend the meeting from 8.00 a.m. onwards on Friday 19 June 2020 at the meeting room of the Company's headquarter, 4th Floor, No. 1319/9, Soi Pattanakarn 25, Pattanakarn Road, Suanluang Sub-District, Suanluang District, Bangkok 10250.

### **Appointment of Proxy**

In the event that any shareholder is unable to attend the meeting in person, such shareholder can appoint any person as his/her proxy to attend the meeting and cast the votes on his/her behalf. The Company has prepared 3 types of Proxy Form as prescribed by the Department of Business Development, Ministry of Commerce, and enclosed together with this invitation as set out in Enclosure 7 - 9. In addition, shareholders can download 3 types of Proxy Form from the Company's website at  
<http://investor.afteryoudessertcafe.com/en/download/shareholders-meeting>

The features of each Proxy Form are as follows:

- Form A. is a general form that is simple and uncomplicated;
- Form B. is an explicit form that sets out specific details of authorization;
- Form C. is a form to be used specifically by shareholders who are foreign investors and have appointed a custodian in Thailand to be their share depository

### **The appointment of proxy can be done as follows:**

1. Ordinary shareholders may choose to use either Proxy Form A. or Form B. In any case, only one type of the Proxy Forms can be chosen. The Company recommends that shareholders use Proxy Form B. and instruct the vote casting for each agenda item;
2. Shareholders who are foreign investors and have appointed a custodian in Thailand to be their share depository can only choose Form C.
3. A shareholder who appoints a proxy shall appoint only one proxy to attend and vote in the meeting and may not split his/her votes to multiple proxies to vote separately.
4. A shareholder can appoint any person to be his/her proxy as he/she wishes or appoint an independent director of the Company whose details are shown in Enclosure 10 to be his/her proxy. If the shareholders choose to appoint an independent director of the Company to be his/her proxy, the

Company recommends the shareholder to use Proxy Form B, indicate his/her vote on each agenda item, and deliver the Proxy Forms together with supporting documents to the Company; After You Public Company Limited, No. 1319/9, Soi Phatthakan 25, Phatthakan Road, Suan Luang Sub-district, Suan Luang District, Bangkok 10250, Telephone No. 02 318 4488 ext. 312. For convenience purposes of reviewing documents, please have the documents delivered to the Company no later 18 June 2020.

5. A Proxy Form must be correctly and completely filled in, signed by a grantor and a proxy (ies), and affixed with Baht 20 stamp duty, which must be crossed out and dated upon appointment of the proxy.
6. A proxy must present a Proxy Form and supporting documents as specified under section Documents to Be Presented on the Meeting Date at registration desk for proxy on the meeting date.

### **Documents to Be Presented on the Meeting Date**

#### **Individual**

1. In case a shareholder attends the meeting in person:

The shareholder is required to present his/her valid identification card or government identification card, driving license or passport (in case of foreign shareholders). In case of name or surname change, documentary evidence to such effect must also be presented.

2. In case a shareholder appoints a proxy to attend the meeting:

It is required to present the following documents:

- 1) The Proxy Form, correctly and completely filled in and signed by the grantor and the proxy, and already affixed with stamp duty;
- 2) Copy of valid identification card or government officer card or driving license or passport (in case of foreigner) of the grantor, certified as true and correct copy by the grantor; and
- 3) Valid identification card or government officer card or driving license or passport (in case of foreigner) of the proxy.

#### **Juristic Person**

1. In case an authorized representative(s) attends the meeting in person:

It is required to present the following documents:

- 1) Copy of valid identification card or government officer card or driving license or passport (in case of foreigner) of the authorized representative(s), certified as true and correct copy by the representative(s); and
- 2) Copy of the shareholder's affidavit, issued by the Ministry of Commerce, certified as true and correct copy by the authorized representative(s), with the statement showing that such authorized

representative(s) who attends the meeting is empowered to act on behalf of such juristic shareholder.

2. In case attendance by proxy:

It is required to present the following documents:

- 1) The Proxy Form that has been correctly and completely filled in, signed by the grantor and the proxy, and already affixed with stamp duty;
- 2) Valid identification card or government officer card or driving license or passport (in case of foreigner) of the authorized representative(s) and proxy, certified as true and correct copy by such representative(s);
- 3) Valid identification card or government officer card or driving license or passport (in case of foreigner) of the proxy; and
- 4) Copy of the shareholder's affidavit, issued by the Ministry of Commerce, certified as true and correct copy by the authorized representative(s), with the statement showing that such authorized representative(s) who signs the Proxy Form is empowered to act on behalf of such juristic shareholder.

3. In case shareholders who are foreign investors and have appointed a custodian in Thailand to be a share depository and keeper appoint a proxy by using Proxy Form C., it is required to present the following documents:

3.1 Documents from custodian

- 1) The Proxy Form C. that has been correctly and completely filled in, signed by the custodian's authorized representative(s) as the grantor and the proxy(ies), and already affixed with stamp duty;
- 2) Document confirming that the person who signed the Proxy Form is permitted to operate the custodian business;
- 3) Copy of the custodian's affidavit, which must be issued no later than 6 months prior to the meeting date, certified as true and correct copy by the authorized representative(s) of the custodian, with the statement showing that the person who signs the Proxy Form is empowered to act on behalf of the custodian; and
- 4) Copy of valid identification card or government officer card or driving license or passport (in case of foreigner) of the authorized representative(s) of custodian, certified as true and correct by such custodian's authorized representative(s).

3.2 Documents from shareholder who is foreign investor

- 1) Power of attorney from the shareholder authorizing the custodian to sign the Proxy Form on his/her behalf;

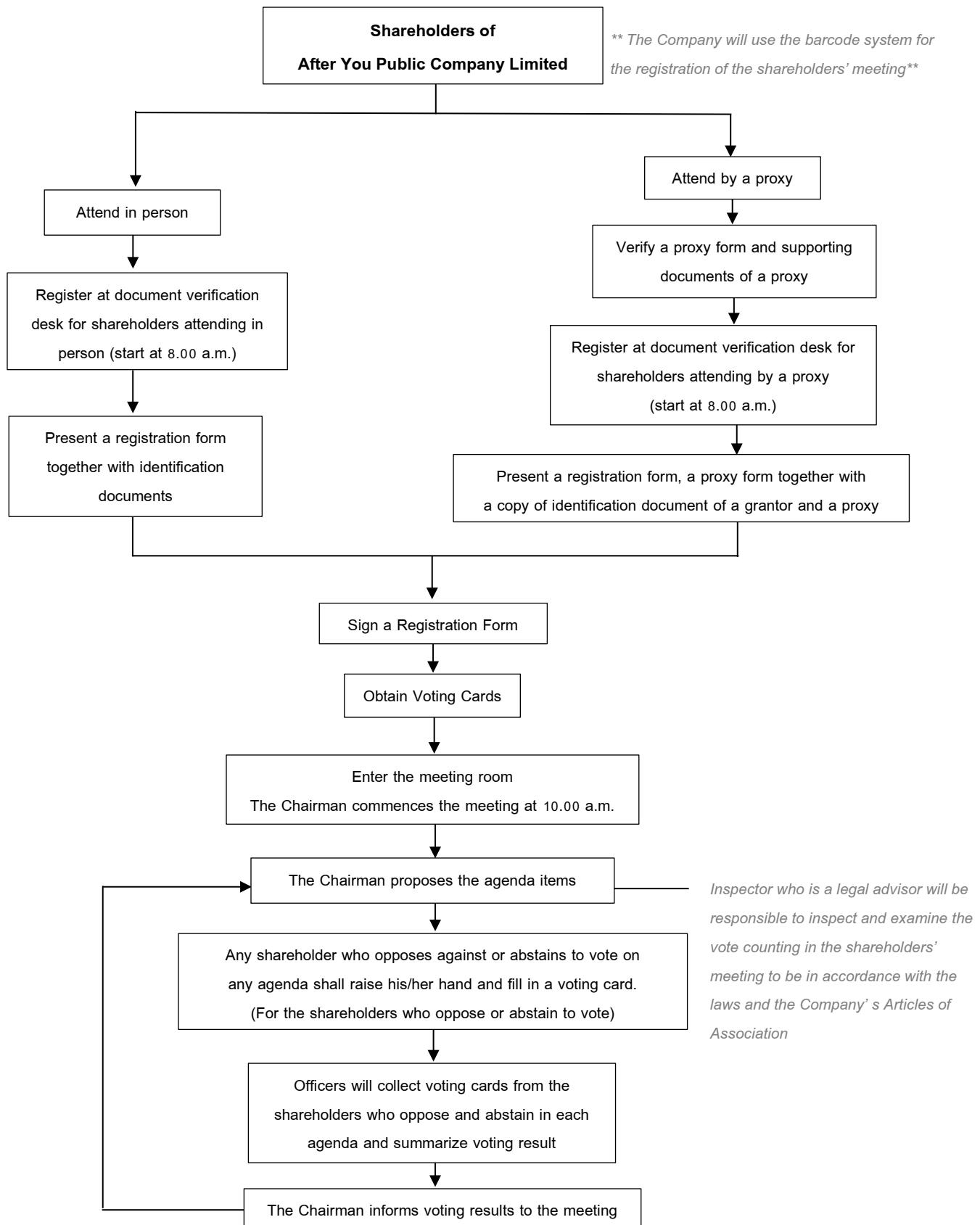
- 2) Copy of the shareholder's affidavit, which must be issued no later than 6 months prior to the meeting date, certified as true and correct copy by the authorized representative(s), with the statement showing that such authorized representative(s) who signs the power of attorneys is empowered to act on behalf of such juristic shareholder;
- 3) Copy of valid identification card or government officer card or driving license or passport (in case of foreigner) of the authorized representative(s), certified as true and correct copy by the representative.

**3.3 Documents from proxy**

It is required to presented Copy of valid identification card or government officer card or driving license or passport (in case of foreigner) of the proxy, certified as true and correct copy by the proxy.

**Procedure for Attending the Shareholders' Meeting**

**After You Public Company Limited**



*Please return voting card of all agendas to the Company's staffs after the meeting is adjourned.*

หนังสือมอบฉันทะ แบบ ก.  
Proxy Form A.  
(แบบทั่วไปซึ่งเป็นแบบที่ง่ายและไม่ซับซ้อน)  
(General and Simple Form)

(ปิดเอกสารแสตมป์ 20 บาท)

(Please attach stamp duty of Baht)

เลขที่ทะเบียนผู้ถือหุ้น \_\_\_\_\_

Shareholder registration number

เขียนที่ \_\_\_\_\_

Written at \_\_\_\_\_

วันที่ \_\_\_\_\_ เดือน \_\_\_\_\_ พ.ศ. \_\_\_\_\_

Date Month Year

(1) ข้าพเจ้า \_\_\_\_\_ อายุ \_\_\_\_\_ ขอย \_\_\_\_\_  
 I/We nationality residing/located at no. Soi  
 ถนน \_\_\_\_\_ ตำบล/แขวง \_\_\_\_\_ อำเภอ/เขต \_\_\_\_\_ จังหวัด \_\_\_\_\_  
 Road Tambol/Kwaeng Amphur/Khet Province  
 รหัสไปรษณีย์ \_\_\_\_\_  
 Postal Code

(2) เป็นผู้ถือหุ้นของบริษัท อาฟเตอร์ ยู จำกัด (มหาชน) ("บริษัท")  
 Being a shareholder of After You Public Company Limited ("Company")  
 โดยถือหุ้นจำนวนทั้งสิ้นรวม \_\_\_\_\_ หุ้น และออกเสียงลงคะแนนได้เท่ากับ \_\_\_\_\_ เสียง ดังนี้  
 Holding the total number of shares and have the rights to vote equal to votes as follows  
 หุ้นสามัญ \_\_\_\_\_ หุ้น และออกเสียงลงคะแนนได้เท่ากับ \_\_\_\_\_ เสียง  
 ordinary share shares and have the rights to vote equal to votes  
 หุ้นบุรุษลิทธิ \_\_\_\_\_ หุ้น และออกเสียงลงคะแนนได้เท่ากับ \_\_\_\_\_ เสียง  
 preference share shares and have the rights to vote equal to votes

(3) ขอมอบฉันทะให้ (กรุณาเลือกข้อใดขึ้นหนึ่ง)  
 Hereby appoint (Please choose one of following)

กรณีเลือกข้อ 1. กรุณาทำเครื่องหมาย ✓  
 ที่  1. และระบุชื่อผู้รับมอบอำนาจ  
 If you make proxy by choosing No.1,  
 please mark ✓ at  1. and give the  
 details of proxy (proxies).

1. ชื่อ \_\_\_\_\_ อายุ \_\_\_\_\_ ปี อายุบ้านเลขที่ \_\_\_\_\_  
 Name age years residing/located at no.  
 ถนน \_\_\_\_\_ ตำบล/แขวง \_\_\_\_\_ อำเภอ \_\_\_\_\_  
 Road Tambol/Kwaeng Amphur/Khet  
 จังหวัด \_\_\_\_\_ รหัสไปรษณีย์ \_\_\_\_\_  
 Province Postal Code

หรือ/Or

ชื่อ \_\_\_\_\_ อายุ \_\_\_\_\_ ปี อายุบ้านเลขที่ \_\_\_\_\_  
 Name age years residing/located at no.  
 ถนน \_\_\_\_\_ ตำบล/แขวง \_\_\_\_\_ อำเภอ \_\_\_\_\_  
 Road Tambol/Kwaeng Amphur/Khet  
 จังหวัด \_\_\_\_\_ รหัสไปรษณีย์ \_\_\_\_\_  
 Province Postal Code

คนหนึ่งคนใดเพียงคนเดียว  
 Anyone of these persons

กรณีเลือกข้อ 2. กรุณาทำเครื่องหมาย ✓  
 ที่  2.  
 If you make proxy by choosing No.  
 2, please mark ✓ at  2.

2. มอบฉันทะให้กรรมการอิสระของบริษัท คือ นายพิเชฐธี ภิมายธิน  
 Appoint Mr. Phiced Bhimayothin, Member of the Independent Directors of the  
 Company  
 (รายละเอียดประวัติกรรมการอิสระประจำตามหนังสือเชิญประชุมสามัญผู้ถือหุ้น ประจำปี 2563 ใน  
 รูปแบบ QR Code) (Details of members of the Independent Directors of the Company  
 are specified in the 2020 Annual General Meeting of Shareholders in QR Code)

เป็นผู้แทนของข้าพเจ้าเพื่อเข้าประชุมและออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมสามัญผู้ถือหุ้น ประจำปี 2563 ในวันที่ 19 มิถุนายน 2563 เวลา 10.00 ณ ห้องประชุม ชั้น 4 บริษัท อฟเตอร์ ยู จำกัด (มหาชน) เลขที่ 1319/9 ซอยพัฒนาการ 25 ถนนพัฒนาการ แขวงสวนหลวง เขตสวนหลวง กรุงเทพมหานคร 10250 หรือที่จะพึงเลื่อนไปในวัน เวลา และสถานที่อื่นด้วย  
as my/our proxy ("proxy") to attend and vote on my/our behalf at the 2020 Annual General Meeting of Shareholders on June 19, 2020 at 10.00 a.m. at the meeting room of After You Public Company Limited, 4th Floor, No. 1319/9, Soi Pattanakarn 25, Pattanakarn Road, Suanluang Sub-District, Suanluang District, Bangkok 10250, or such other date, time and place as the meeting may be held.

กิจการใดที่ผู้รับมอบอำนาจได้กระทำไปในการประชุม เว้นแต่กรณีที่ผู้รับมอบอำนาจไม่ออกเสียงตามที่ข้าพเจ้าระบุในหนังสือมอบอำนาจให้ถือเสมือนว่า ข้าพเจ้าได้กระทำการทุกประการ

Any acts performed by the proxy in this meeting, except in the event that the proxy does not vote consistently with my/our voting intentions as specified herein, shall be deemed to be the actions performed by myself/ourselves.

ลงชื่อ/Signed .....ผู้มอบอำนาจ/Grantor

(.....)

ลงชื่อ/ Signed .....ผู้รับมอบอำนาจ/Proxy

(.....)

ลงชื่อ/ Signed .....ผู้รับมอบอำนาจ/Proxy

(.....)

ลงชื่อ Signed .....ผู้รับมอบอำนาจ/Proxy

(.....)

#### หมายเหตุ/Remarks

ผู้ถือหุ้นที่มอบอำนาจจะต้องมอบอำนาจให้ผู้รับมอบอำนาจเพียงรายเดียวเป็นผู้เข้าประชุมและออกเสียงลงคะแนน ไม่สามารถแบ่งแยกจำนวนหุ้น ให้ผู้รับมอบอำนาจหลายคนเพื่อแยกการลงคะแนนเสียงได้

The shareholder appointing the proxy shall appoint only one proxy to attend the meeting and cast a vote. The shareholder cannot split his/her votes to different proxies to vote separately.

## หนังสือมอบฉันทะ แบบ ข.

## Proxy Form B.

(แบบที่กำหนดรายการต่างๆ ที่จะมอบฉันทะที่ละเอียดชัดเจนและตายตัว)

(Form with fixed and specific details authorizing proxy)

(ปิดเอกสารแสตมป์ 20 บาท)

(Please attach stamp duty of Baht

เลขที่บัญชีหุ้น \_\_\_\_\_

เขียนที่ \_\_\_\_\_

Shareholder registration number

Written at

วันที่ \_\_\_\_\_ เดือน \_\_\_\_\_ พ.ศ. \_\_\_\_\_

Date Month Year

(1) ข้าพเจ้า \_\_\_\_\_ สัญชาติ \_\_\_\_\_ อายุเลขที่ \_\_\_\_\_ ชื่อย \_\_\_\_\_  
 I/We nationality residing/located at no. Soi  
 ถนน \_\_\_\_\_ ตำบล/แขวง \_\_\_\_\_ อำเภอ/เขต \_\_\_\_\_ จังหวัด \_\_\_\_\_  
 Road Tambol/Kwaeng Amphur/Khet Province  
 รหัสไปรษณีย์ \_\_\_\_\_  
 Postal Code

(2) เป็นผู้ถือหุ้นของบริษัท ออฟเตอร์ จำกัด (มหาชน) ("บริษัท")

Being a shareholder of After You Public Company Limited ("Company")

โดยถือหุ้นจำนวนทั้งพิនิจรวม \_\_\_\_\_ หุ้น และออกเสียงลงคะแนนได้เท่ากับ \_\_\_\_\_ เสียง ดังนี้  
 Holding the total number of shares and have the rights to vote equal to votes as follows  
 หุ้นสามัญ \_\_\_\_\_ หุ้น และออกเสียงลงคะแนนได้เท่ากับ \_\_\_\_\_ เสียง  
 ordinary share shares and have the rights to vote equal to votes  
 หุ้นนิรุ่งสิทธิ \_\_\_\_\_ หุ้น และออกเสียงลงคะแนนได้เท่ากับ \_\_\_\_\_ เสียง  
 preference share shares and have the rights to vote equal to votes

(3) ขอมอบฉันทะให้ (กรุณาเลือกข้อใดข้อหนึ่ง)

Hereby appoint (Please choose one of following)

กรณีเลือกข้อ 1. กรุณาทำเครื่องหมาย  
 ที่  1. ระบุชื่อผู้รับมอบอำนาจ  
 If you make proxy by choosing No.1, please mark ✓ at  1.  
 and give the details of proxy (proxies).

1. ชื่อ \_\_\_\_\_ อายุ \_\_\_\_\_ ปี อายุบ้านเลขที่ \_\_\_\_\_  
 Name age years residing/located at no.  
 ถนน \_\_\_\_\_ ตำบล/แขวง \_\_\_\_\_ อำเภอ \_\_\_\_\_  
 Road Tambol/Kwaeng Amphur/Khet  
 จังหวัด \_\_\_\_\_ รหัสไปรษณีย์ \_\_\_\_\_  
 Province Postal Code

หรือ/Or

ชื่อ \_\_\_\_\_ อายุ \_\_\_\_\_ ปี อายุบ้านเลขที่ \_\_\_\_\_  
 Name age years residing/located at no.  
 ถนน \_\_\_\_\_ ตำบล/แขวง \_\_\_\_\_ อำเภอ \_\_\_\_\_  
 Road Tambol/Kwaeng Amphur/Khet  
 จังหวัด \_\_\_\_\_ รหัสไปรษณีย์ \_\_\_\_\_  
 Province Postal Code

คนหนึ่งคนใดเพียงคนเดียว

Anyone of these persons

กรณีเลือกข้อ 2 กรุณาทำเครื่องหมาย  
 ที่  2.

If you make proxy by choosing No. 2, please mark ✓ at  2.

2. มอบฉันทะให้กรรมการอิสระของบริษัท คือ นาย พิเชชฐ์ ภิมายธิน  
 Appoint Mr. Piched Bhimayothin, Member of the Independent Directors of the  
 Company  
 (รายละเอียดประวัติกรรมการอิสระปรากฏตามสิ่งที่ส่งมาด้วย 10 ของหนังสือเชิญประชุมสามัญ  
 ผู้ถือหุ้นประจำปี 2563) (Details of members of the Independent Directors of the  
 Company are specified in Enclosure 10 of the Notice of the 2020 Annual General  
 Meeting of Shareholders)

ເປັນຜູ້ແກນຂອງຫ້າພັເຈົ້າເພື່ອເຂົ້າປະຊຸມແລະອອກເສີຍລົງລະຄະແນນແກນຫ້າພັເຈົ້າໃນປະຊຸມສາມັກຜູ້ຄືອໜຸ່ນ ປະຈຳປີ 2563 ໃນວັນທີ 19 ມິຖຸນາຍັນ 2563 ເວລາ 10.00 ນ. ຄົນ ອ່ອງປະຊຸມ ຂັ້ນ 4 ບຣິ່ນຕ່າງ ອາໄຫວໂຮງ ຢູ່ ຈຳກັດ (ມາຫານ) ດັ່ງລູ່ເລີ່ມທີ 1319/9 ຂອຍພັດນາການ 25 ດັນພັດນາການ ແຂວງສະນລວງ ເຂົດສວນລວງ ກຽມເທິພາ 10250 ອີ່ວ່ອທີ່ຈະເປີເປັນໃນວັນເວລາ ແລະສະຖານທີ່ອື່ນດ້ວຍ as my/our proxy ("proxy") to attend and vote on my/our behalf at the 2020 Annual General Meeting of Shareholders on June 19, 2020 at 10.00 a.m. at the meeting room of After You Public Company Limited, 4th Floor, No. 1319/9, Soi Pattanakarn 25, Pattanakarn Road, Suanluang Sub-District, Suanluang District, Bangkok 10250, or such other date, time and venue as the meeting may be held.

(4) ຫ້າພັເຈົ້າຂອມຂອບຈັນທະໄໝຜູ້ຮັບມອບຈັນທະອອກເສີຍລົງລະຄະແນນແກນຫ້າພັເຈົ້າໃນການປະຊຸມຄົງນີ້ ດັ່ງນີ້

In this Meeting, I/we grant my/our proxy to consider and vote on my/our behalf as follows:

(ກ) ໃ້ວ່າຜູ້ຮັບມອບຈັນທະມີສີທີພິຈາລານແລະລົງມິແນນຫ້າພັເຈົ້າໄດ້ທຸກປະກາວຕາມທີ່ເຫັນສົມຄວາ

(a) The proxy shall have the right on my/our behalf to consider and approve independently as it deems appropriate.

(ຂ) ໃ້ວ່າຜູ້ຮັບມອບຈັນທະອອກເສີຍລົງລະຄະແນນຕາມຄວາມປະສົງຄົງຂອງຫ້າພັເຈົ້າ ດັ່ງນີ້

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

ວາຮະທີ 1 ເຮືອງທີ່ປະການແຈ້ງໃຫ້ປະຊຸມທຣານ

Agenda Item No. 1 Message from the Chairman to the Meeting

(ໄນ້ມີກາລົງລະຄະແນນໃນວາຮະນີ້ / No casting of votes in this agenda)

ວາຮະທີ 2 ຮັບຮອງຮາຍງານການປະຊຸມສາມັກຜູ້ຄືອໜຸ່ນ ປະຈຳປີ 2562

Agenda Item No. 2 To consider and adopt the Minutes of the 2019 General Meeting of Shareholders

ໃ້ວ່າຜູ້ຮັບມອບຈັນທະມີສີທີພິຈາລານແລະລົງມິແນນຫ້າພັເຈົ້າໄດ້ທຸກປະກາວຕາມທີ່ເຫັນສົມຄວາ

The proxy shall have the right on my/our behalf to consider and approve independently as it deems appropriate.

ໃ້ວ່າຜູ້ຮັບມອບຈັນທະອອກເສີຍລົງລະຄະແນນຕາມຄວາມປະສົງຄົງຂອງຫ້າພັເຈົ້າ ດັ່ງນີ້

The proxy shall have the right to approve in accordance with my/our intention as follows:

ເຫັນດ້ວຍ

ໄນເຫັນດ້ວຍ

ຍດອອກເສີຍ

Approve

Disapprove

Abstain

ວາຮະທີ 3 ຮັບທຣານຮາຍງານຜົກດໍາເນີນງານຂອງບຣິ່ນຕ່າງ ປະຈຳປີ 2562

Agenda Item No. 3 To acknowledge the Board of Directors' report on the Company's Operating Results for the year ending 31 December 2019  
(ໄນ້ມີກາລົງລະຄະແນນໃນວາຮະນີ້ / No casting of votes in this agenda)

ວາຮະທີ 4 ອຸນຸມຕິບການເງິນຂອງບຣິ່ນຕ່າງ ສໍາຮັບຮອບປີບໍ່ຢືນ ສິ້ນສຸດ ວັນທີ 31 ອັນວາຄມ 2562

Agenda Item No. 4 To approve Balance Sheet and Profit and Loss Statements for the fiscal period ending 31 December 2019

ໃ້ວ່າຜູ້ຮັບມອບຈັນທະມີສີທີພິຈາລານແລະລົງມິແນນຫ້າພັເຈົ້າໄດ້ທຸກປະກາວຕາມທີ່ເຫັນສົມຄວາ

The proxy shall have the right on my/our behalf to consider and approve independently as it deems appropriate.

ໃ້ວ່າຜູ້ຮັບມອບຈັນທະອອກເສີຍລົງລະຄະແນນຕາມຄວາມປະສົງຄົງຂອງຫ້າພັເຈົ້າ ດັ່ງນີ້

The proxy shall have the right to approve in accordance with my/our intention as follows:

ເຫັນດ້ວຍ

ໄນເຫັນດ້ວຍ

ຍດອອກເສີຍ

Approve

Disapprove

Abstain

ວາຮະທີ 5 ອຸນຸມຕິການຈັດສຽງຜົກດໍາໄຈກາກດໍາເນີນງານຂອງບຣິ່ນຕ່າງ ສໍາຮັບຮອບປີບໍ່ຢືນສິ້ນສຸດວັນທີ 31 ອັນວາຄມ 2562 ແລະຮັບທຣານຈ່າຍເງິນປັນພລະຫວ່າງກາລໃນອ້ຕຣາໜຸ່ນລະ 0.29 ບາທ ແລະກາງດໍຈ່າຍເງິນປັນພລປະຈຳປີ

Agenda Item No. 5 To approve the suspension of allocation of profit for a legal reserve for the Company's Operating Results for the year ended 31 December 2019 and to acknowledge the interim dividend payment at the rate of Baht 0.29 per share and the suspension of annual dividend payment.

ໃ້ວ່າຜູ້ຮັບມອບຈັນທະມີສີທີພິຈາລານແລະລົງມິແນນຫ້າພັເຈົ້າໄດ້ທຸກປະກາວຕາມທີ່ເຫັນສົມຄວາ

The proxy shall have the right on my/our behalf to consider and approve independently as it deems appropriate.

ໃ້ວ່າຜູ້ຮັບມອບຈັນທະອອກເສີຍລົງລະຄະແນນຕາມຄວາມປະສົງຄົງຂອງຫ້າພັເຈົ້າ ດັ່ງນີ້

The proxy shall have the right to approve in accordance with my/our intention as follows:

ເຫັນດ້ວຍ

ໄນເຫັນດ້ວຍ

ຍດອອກເສີຍ

Approve

Disapprove

Abstain

วาระที่ 6 Agenda Item No. 6	<b>อนุมัติการแต่งตั้งกรรมการแทนกรรมการที่ต้องพ้นจากตำแหน่งตามวาระ</b> <b>To approve the appointment of new directors in place of those retiring by rotation</b> <p><input type="checkbox"/> ให้ผู้รับมอบอำนาจมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร The proxy shall have the right on my/our behalf to consider and approve independently as it deems appropriate.</p> <p><input type="checkbox"/> ให้ผู้รับมอบอำนาจออกเสียงลงคะแนนตามความประسังค์ของข้าพเจ้า ดังนี้ The proxy shall have the right to approve in accordance with my/our intention as follows:</p> <p>ก. <input type="checkbox"/> เลือกตั้งกรรมการที่ชุด</p> <p>A. Election of entire nominated directors</p> <table border="0"> <tr> <td><input type="checkbox"/> เห็นด้วย</td> <td><input type="checkbox"/> ไม่เห็นด้วย</td> <td><input type="checkbox"/> งดออกเสียง</td> </tr> <tr> <td>Approve</td> <td>Disapprove</td> <td>Abstain</td> </tr> </table> <p>ข. <input type="checkbox"/> เลือกตั้งกรรมการเป็นรายบุคคล</p> <p>B. Election of each nominated directors</p> <ol style="list-style-type: none"> <li>1. ชื่อกรรมการ ดร.ธรรมนูญ านันท์ไชย Director's name Dr. Thammanoon Ananthothai           <table border="0"> <tr> <td><input type="checkbox"/> เห็นด้วย</td> <td><input type="checkbox"/> ไม่เห็นด้วย</td> <td><input type="checkbox"/> งดออกเสียง</td> </tr> <tr> <td>Approve</td> <td>Disapprove</td> <td>Abstain</td> </tr> </table> </li> <li>2. ชื่อกรรมการ นาย วิวัฒน์ กนกภัตนาวรรณ Director's name Mr. Wiwat Kanokwatanawan           <table border="0"> <tr> <td><input type="checkbox"/> เห็นด้วย</td> <td><input type="checkbox"/> ไม่เห็นด้วย</td> <td><input type="checkbox"/> งดออกเสียง</td> </tr> <tr> <td>Approve</td> <td>Disapprove</td> <td>Abstain</td> </tr> </table> </li> <li>3. ชื่อกรรมการ นาย แม่ทัพ ศ.สุวรรณ Director's name Mr. Maetum T. Suwan           <table border="0"> <tr> <td><input type="checkbox"/> เห็นด้วย</td> <td><input type="checkbox"/> ไม่เห็นด้วย</td> <td><input type="checkbox"/> งดออกเสียง</td> </tr> <tr> <td>Approve</td> <td>Disapprove</td> <td>Abstain</td> </tr> </table> </li> </ol>	<input type="checkbox"/> เห็นด้วย	<input type="checkbox"/> ไม่เห็นด้วย	<input type="checkbox"/> งดออกเสียง	Approve	Disapprove	Abstain	<input type="checkbox"/> เห็นด้วย	<input type="checkbox"/> ไม่เห็นด้วย	<input type="checkbox"/> งดออกเสียง	Approve	Disapprove	Abstain	<input type="checkbox"/> เห็นด้วย	<input type="checkbox"/> ไม่เห็นด้วย	<input type="checkbox"/> งดออกเสียง	Approve	Disapprove	Abstain	<input type="checkbox"/> เห็นด้วย	<input type="checkbox"/> ไม่เห็นด้วย	<input type="checkbox"/> งดออกเสียง	Approve	Disapprove	Abstain
<input type="checkbox"/> เห็นด้วย	<input type="checkbox"/> ไม่เห็นด้วย	<input type="checkbox"/> งดออกเสียง																							
Approve	Disapprove	Abstain																							
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Approve	Disapprove	Abstain																							
<input type="checkbox"/> เห็นด้วย	<input type="checkbox"/> ไม่เห็นด้วย	<input type="checkbox"/> งดออกเสียง																							
Approve	Disapprove	Abstain																							
<input type="checkbox"/> เห็นด้วย	<input type="checkbox"/> ไม่เห็นด้วย	<input type="checkbox"/> งดออกเสียง																							
Approve	Disapprove	Abstain																							

วาระที่ 7 Agenda Item No. 7	<b>อนุมัติการกำหนดค่าตอบแทนกรรมการชุดปัจจุบันประจำปี 2563</b> <b>To approve the determination of the remuneration of the directors for year 2020</b> <p><input type="checkbox"/> ให้ผู้รับมอบอำนาจมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร The proxy shall have the right on my/our behalf to consider and approve independently as it deems appropriate.</p> <p><input type="checkbox"/> ให้ผู้รับมอบอำนาจออกเสียงลงคะแนนตามความประสังค์ของข้าพเจ้า ดังนี้ The proxy shall have the right to approve in accordance with my/our intention as follows:</p> <table border="0"> <tr> <td><input type="checkbox"/> เห็นด้วย</td> <td><input type="checkbox"/> ไม่เห็นด้วย</td> <td><input type="checkbox"/> งดออกเสียง</td> </tr> <tr> <td>Approve</td> <td>Disapprove</td> <td>Abstain</td> </tr> </table>	<input type="checkbox"/> เห็นด้วย	<input type="checkbox"/> ไม่เห็นด้วย	<input type="checkbox"/> งดออกเสียง	Approve	Disapprove	Abstain
<input type="checkbox"/> เห็นด้วย	<input type="checkbox"/> ไม่เห็นด้วย	<input type="checkbox"/> งดออกเสียง					
Approve	Disapprove	Abstain					

วาระที่ 8 Agenda Item No. 8	<b>อนุมัติการแต่งตั้งผู้สอบบัญชีและการกำหนดค่าตอบแทนผู้สอบบัญชี ประจำปี 2563</b> <b>To approve the appointment of the Company's auditor for 2020 and fixing of the auditor's remuneration</b> <p><input type="checkbox"/> ให้ผู้รับมอบอำนาจมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร The proxy shall have the right on my/our behalf to consider and approve independently as it deems appropriate.</p> <p><input type="checkbox"/> ให้ผู้รับมอบอำนาจออกเสียงลงคะแนนตามความประสังค์ของข้าพเจ้า ดังนี้ The proxy shall have the right to approve in accordance with my/our intention as follows:</p> <table border="0"> <tr> <td><input type="checkbox"/> เห็นด้วย</td> <td><input type="checkbox"/> ไม่เห็นด้วย</td> <td><input type="checkbox"/> งดออกเสียง</td> </tr> <tr> <td>Approve</td> <td>Disapprove</td> <td>Abstain</td> </tr> </table>	<input type="checkbox"/> เห็นด้วย	<input type="checkbox"/> ไม่เห็นด้วย	<input type="checkbox"/> งดออกเสียง	Approve	Disapprove	Abstain
<input type="checkbox"/> เห็นด้วย	<input type="checkbox"/> ไม่เห็นด้วย	<input type="checkbox"/> งดออกเสียง					
Approve	Disapprove	Abstain					

วาระที่ 9 Agenda Item No. 9	<b>พิจารณาเรื่องอื่น ๆ (ถ้ามี)</b> <b>Other matters (if any)</b> <p><input type="checkbox"/> ให้ผู้รับมอบอำนาจมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร The proxy shall have the right on my/our behalf to consider and approve independently as it deems appropriate.</p> <p><input type="checkbox"/> ให้ผู้รับมอบอำนาจออกเสียงลงคะแนนตามความประสังค์ของข้าพเจ้า ดังนี้ The proxy shall have the right to approve in accordance with my/our intention as follows:</p> <table border="0"> <tr> <td><input type="checkbox"/> เห็นด้วย</td> <td><input type="checkbox"/> ไม่เห็นด้วย</td> <td><input type="checkbox"/> งดออกเสียง</td> </tr> <tr> <td>Approve</td> <td>Disapprove</td> <td>Abstain</td> </tr> </table>	<input type="checkbox"/> เห็นด้วย	<input type="checkbox"/> ไม่เห็นด้วย	<input type="checkbox"/> งดออกเสียง	Approve	Disapprove	Abstain
<input type="checkbox"/> เห็นด้วย	<input type="checkbox"/> ไม่เห็นด้วย	<input type="checkbox"/> งดออกเสียง					
Approve	Disapprove	Abstain					

- (5) การลงคะแนนเสียงของผู้รับมอบอำนาจในวาระใดที่ไม่เป็นไปตามที่ระบุไว้ในหนังสือมอบอำนาจนี้ให้อธิบายว่าการลงคะแนนเสียงนั้นไม่ถูกต้อง และไม่ใช่เป็นการลงคะแนนเสียงของข้าพเจ้าในฐานะผู้ถือหุ้น  
If the proxy does not vote consistently with my/our voting intentions as specified herein, such vote shall be deemed incorrect and is not made on my/our behalf as the Company's shareholders.

- (6) ในกรณีที่ข้าพเจ้าไม่ได้ระบุความประسังค์ในการออกเสียงลงคะแนนในวาระใดไว้หรือระบุไว้ไม่ชัดเจนหรือในกรณีที่ประชุมมีการพิจารณาหรือลงมติในเรื่องใดนอกเหนือจากเรื่องที่ระบุไว้ข้างต้น รวมถึงกรณีที่มีการแก้ไขเปลี่ยนแปลงหรือเพิ่มเติมข้อเท็จจริงประการใด ให้ผู้รับมอบอำนาจมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

In the event that I/we have not specified my/our voting intention on any agenda item or have not clearly specified or in case the meeting considers or passes resolutions in any matters other than those specified above, including in case there is any amendment or addition of any fact, the proxy shall have the right to consider and vote on my/our behalf as he/she may deem appropriate in all respects.

กิจการใดที่ผู้รับมอบอำนาจได้กระทำไปในการประชุม เว้นแต่กรณีที่ผู้รับมอบอำนาจไม่ออกเสียงตามที่ข้าพเจ้าระบุในหนังสือมอบอำนาจให้ถือเสมือนว่าข้าพเจ้าได้กระทำการลงทุกประการ

Any acts performed by the proxy in this meeting, except in the event that the proxy does not vote consistently with my/our voting intentions as specified herein, shall be deemed to be the actions performed by myself/ourselves.

ลงชื่อ/Signed ..... ผู้มอบอำนาจ/Grantor

(.....)

ลงชื่อ/ Signed ..... ผู้รับมอบอำนาจ/Proxy

(.....)

ลงชื่อ/ Signed ..... ผู้รับมอบอำนาจ/Proxy

(.....)

ลงชื่อ Signed ..... ผู้รับมอบอำนาจ/Proxy

(.....)

#### หมายเหตุ/Remarks

1. ผู้ถือหุ้นที่มอบอำนาจจะต้องมอบอำนาจให้ผู้รับมอบอำนาจเพียงรายเดียวเป็นผู้เข้าประชุมและออกเสียงลงคะแนน ไม่สามารถแบ่งแยกจำนวนหุ้นให้ผู้รับมอบอำนาจหลายคนเพื่อแยกการลงคะแนนเสียงได้

The shareholder appointing the proxy shall appoint only one proxy to attend the meeting and cast a vote. The shareholder cannot split his/her votes to different proxies to vote separately.

2. ในกรณีที่มีวาระที่จะพิจารณาในการประชุมมากกว่าวาระที่ระบุไว้ข้างต้น ผู้มอบอำนาจสามารถตระบุเพิ่มเติมได้ในใบประจាតต่อแบบหนังสือมอบอำนาจแบบ ข. ตามแนบ

In case where the statement exceeds those specified above, additional details may be specified in the Attachment to this Proxy Form B. provided.



## แบบหนังสือมอบฉันทะ แบบ ค.

## Proxy Form C.

(ให้เจ้าของหุ้นที่ปรากฏชื่อในทะเบียนเป็นผู้ลงทุนต่างประเทศและแต่งตั้งให้คัสโตเดียน (Custodian) ในประเทศไทยเป็นผู้รับฝากและดูแลหุ้นให้เท่านั้น)

(For the shareholders who are specified in the register as foreign investor and has appointed a custodian in Thailand to be a share depository and keeper)

(ปิดเอกสารแสตมป์ 20 บาท)

(Please attach stamp duty of THB 20)

เลขที่ทะเบียนผู้ถือหุ้น \_\_\_\_\_

Shareholder registration number

เขียนที่ \_\_\_\_\_

Written at

วันที่ \_\_\_\_\_ เดือน \_\_\_\_\_ พ.ศ. \_\_\_\_\_

Date Month Year

(1) ข้าพเจ้า \_\_\_\_\_ สัญชาติ \_\_\_\_\_ อายุ \_\_\_\_\_ อยู่เลขที่ \_\_\_\_\_ ซอย \_\_\_\_\_  
 I/We nationality residing/located at no. Soi  
 ถนน \_\_\_\_\_ ตำบล/แขวง \_\_\_\_\_ อำเภอ/เขต \_\_\_\_\_ จังหวัด \_\_\_\_\_  
 Road Tambol/Kwaeng Amphur/Khet Province  
 รหัสไปรษณีย์ \_\_\_\_\_ Postal Code

ในฐานะผู้ประกอบธุรกิจเป็นผู้รับฝากและดูแลหุ้น (Custodian) ให้กับ \_\_\_\_\_

As the custodian of

ซึ่งเป็นผู้ถือหุ้นของบริษัท อาฟเตอร์ ยู จำกัด (มหาชน) ("บริษัท")

Being a shareholder of After You Public Company Limited ("Company")

โดยถือหุ้นจำนวนทั้งสิ้นรวม \_\_\_\_\_ หุ้น และออกเสียงลงคะแนนได้เท่ากับ \_\_\_\_\_ เสียง ดังนี้  
 Holding the total number of shares and have the rights to vote equal to votes as follows  
 หุ้นสามัญ \_\_\_\_\_ หุ้น และออกเสียงลงคะแนนได้เท่ากับ \_\_\_\_\_ เสียง  
 ordinary share shares and have the rights to vote equal to votes  
 หุ้นบุรุษสิทธิ \_\_\_\_\_ หุ้น และออกเสียงลงคะแนนได้เท่ากับ \_\_\_\_\_ เสียง  
 preference share shares and have the rights to vote equal to votes

(2) ขอมอบฉันทะให้ (กรุณาเลือกข้อใดข้อหนึ่ง)

Hereby appoint (Please choose one of following)

กรณีเลือกข้อ 1. กรุณารายละเอียดข้อมูลของผู้รับมอบอำนาจ  
 ที่  1. ระบุชื่อผู้รับมอบอำนาจ  
 If you make proxy by choosing No.1, please mark  at  1. and give the details of proxy (proxies).

1. ชื่อ \_\_\_\_\_ อายุ \_\_\_\_\_ ปี อายุบ้านเลขที่ \_\_\_\_\_  
 Name age years residing/located at no.  
 ถนน \_\_\_\_\_ ตำบล/แขวง \_\_\_\_\_ อำเภอ \_\_\_\_\_  
 Road Tambol/Kwaeng Amphur/Khet  
 จังหวัด \_\_\_\_\_ รหัสไปรษณีย์ \_\_\_\_\_  
 Province Postal Code

หรือ/Or

ชื่อ \_\_\_\_\_ อายุ \_\_\_\_\_ ปี อายุบ้านเลขที่ \_\_\_\_\_  
 Name age years residing/located at no.  
 ถนน \_\_\_\_\_ ตำบล/แขวง \_\_\_\_\_ อำเภอ \_\_\_\_\_  
 Road Tambol/Kwaeng Amphur/Khet  
 จังหวัด \_\_\_\_\_ รหัสไปรษณีย์ \_\_\_\_\_  
 Province Postal Code

คนหนึ่งคนใดเพียงคนเดียว  
 Anyone of these persons

กรณีเลือกข้อ 2 กรุณารายละเอียดข้อมูลของผู้รับมอบอำนาจ  
 ที่  2.  
 If you make proxy by choosing No. 2, please mark  at  2.

2. มอบฉันทะให้กรรมการอิสระของบริษัท คือ นาย พิเชฐ ภิมะโยธิน  
 Appoint Mr. Piched Bhimayothin, Member of the Independent Directors of the Company  
 (รายละเอียดประวัติกรรมการอิสระประจำปี 2563) (Details of members of the Independent Directors of the Company are specified in Enclosure 10 of the Notice of the 2020 Annual General Meeting of Shareholders)

เป็นผู้แทนของข้าพเจ้าเพื่อเข้าประชุมและออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมสามัญผู้ถือหุ้น ประจำปี 2563 ในวันที่ 19 มิถุนายน 2563 เวลา 10.00 น. ณ ห้องประชุม ชั้น 4 บริษัท อฟฟิตอร์ จำกัด (มหาชน) เลขที่ 1319/9 ซอยพัฒนาการ 25 ถนนพัฒนาการ แขวงสวนหลวง เขตสวนหลวง กรุงเทพมหานคร หรือที่จะพึงเลื่อนไปในวัน เวลา และสถานที่อื่นด้วย

as my/our proxy ("proxy") to attend and vote on my/our behalf at the 2020 Annual General Meeting of Shareholders on June 19, 2020 at 10.00 a.m. at Meeting Room Fl. 4, After You Public Company Limited, No. 1319/9 Soi Pattanakarn 25, Pattanakarn Road, Suanluang, Suanluang, Bangkok, or such other date, time and venue as the meeting may be held.

(3) ข้าพเจ้าขอมอบหมายให้ผู้รับมอบอำนาจที่เข้าร่วมประชุมและออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมครั้งนี้ ดังนี้

I/We grant my/our proxy to attend this Meeting and cast votes as follows:

มอบฉันทะตามจำนวนหุ้นทั้งหมดที่ถือและมีสิทธิออกเสียงลงคะแนนได้

Grant all of my/our proxy in accordance with the amount of shares with voting right I/we hold

มอบฉันทะบางส่วน คือ

Grant certain of my/our proxy as follows:

หุ้นสามัญ \_\_\_\_\_ หุ้น และมีสิทธิออกเสียงลงคะแนนได้ \_\_\_\_\_ เสียง

ordinary share shares and have the rights to vote equal to votes

หุ้นบุรุษมีสิทธิ \_\_\_\_\_ หุ้น และมีสิทธิออกเสียงลงคะแนนได้ \_\_\_\_\_ เสียง

preference share shares and have the rights to vote equal to votes

รวมสิทธิออกเสียงลงคะแนนทั้งหมด \_\_\_\_\_ เสียง

Total voting right Votes

(4) ข้าพเจ้าขอมอบหมายให้ผู้รับมอบอำนาจออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมครั้งนี้ดังนี้

In this Meeting, I/we grant my/our proxy to consider and vote on my/our behalf as follows:

วาระที่ 1 เรื่องที่ประธานแจ้งให้ที่ประชุมทราบ

Agenda Item No. 1 Message from the Chairman to the Meeting

(ไม่มีการลงคะแนนในวาระนี้ / No casting of votes in this agenda)

วาระที่ 2 รับรองรายงานการประชุมสามัญผู้ถือหุ้น ประจำปี 2562

Agenda Item No. 2 To approve the Minutes of the 2019 General Meeting of Shareholders

ให้ผู้รับมอบอำนาจมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

The proxy shall have the right on my/our behalf to consider and approve independently as it deems appropriate.

ให้ผู้รับมอบอำนาจออกเสียงลงคะแนนตามความประسังค์ของข้าพเจ้า ดังนี้

The proxy shall have the right to approve in accordance with my/our intention as follows:

เห็นด้วย \_\_\_\_\_ เสียง     ไม่เห็นด้วย \_\_\_\_\_ เสียง     งดออกเสียง \_\_\_\_\_ เสียง

Approve \_\_\_\_\_ Votes    Disapprove \_\_\_\_\_ Votes    Abstain \_\_\_\_\_ Votes

วาระที่ 3 รับทราบรายงานผลการดำเนินงานของบริษัทฯ ประจำปี 2562

Agenda Item No. 3 To acknowledge the Board of Directors' report on the Company's Operating for the fiscal year 2019

(ไม่มีการลงคะแนนในวาระนี้ / No casting of votes in this agenda)

วาระที่ 4 อนุมัติงบการเงินของบริษัทฯ สำหรับรอบปีบัญชี สิ้นสุด วันที่ 31 ธันวาคม 2562

Agenda Item No. 4 To approve the Balance Sheet and Profit and Loss Statements for the fiscal period ending 31 December 2019

ให้ผู้รับมอบอำนาจมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

The proxy shall have the right on my/our behalf to consider and approve independently as it deems appropriate.

ให้ผู้รับมอบอำนาจออกเสียงลงคะแนนตามความประสังค์ของข้าพเจ้า ดังนี้

The proxy shall have the right to approve in accordance with my/our intention as follows:

เห็นด้วย \_\_\_\_\_ เสียง     ไม่เห็นด้วย \_\_\_\_\_ เสียง     งดออกเสียง \_\_\_\_\_ เสียง

Approve \_\_\_\_\_ Votes    Disapprove \_\_\_\_\_ Votes    Abstain \_\_\_\_\_ Votes

<p>วาระที่ 5</p> <p>Agenda Item No. 5</p>	<p>พิจารณาอนุมัติการจัดสรรผลกำไรจากการดำเนินงานของบริษัทฯ สำหรับรอบปีบัญชีสิ้นสุดวันที่ 31 ธันวาคม 2562 และรับทราบการจ่ายเงินปันผลระหว่างกาลในอัตราหุ้นละ 0.29 บาท และการงดจ่ายเงินปันผลประจำปี</p> <p>To approve the allocation of profit as legal reserve according to the Company's Operating Results for the year ended 31 December 2019 and to acknowledge the interim dividend payment at the rate of Baht 0.29 per share and the suspension of annual dividend payment</p> <p><input type="checkbox"/> ให้ผู้รับมอบอำนาจมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร  The proxy shall have the right on my/our behalf to consider and approve independently as it deems appropriate.</p> <p><input type="checkbox"/> ให้ผู้รับมอบอำนาจออกเสียงลงคะแนนตามความประسังค์ของข้าพเจ้า ดังนี้  The proxy shall have the right to approve in accordance with my/our intention as follows:</p> <table border="0"> <tr> <td><input type="checkbox"/> เห็นด้วย _____ เสียง</td> <td><input type="checkbox"/> ไม่เห็นด้วย _____ เสียง</td> <td><input type="checkbox"/> งดออกเสียง _____ เสียง</td> </tr> <tr> <td>Approve _____ Votes</td> <td>Disapprove _____ Votes</td> <td>Abstain _____ Votes</td> </tr> </table>	<input type="checkbox"/> เห็นด้วย _____ เสียง	<input type="checkbox"/> ไม่เห็นด้วย _____ เสียง	<input type="checkbox"/> งดออกเสียง _____ เสียง	Approve _____ Votes	Disapprove _____ Votes	Abstain _____ Votes																		
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Approve _____ Votes	Disapprove _____ Votes	Abstain _____ Votes																							
<p>วาระที่ 6</p> <p>Agenda Item No. 6</p>	<p>อนุมัติแต่งตั้งกรรมการแทนกรรมการที่ต้องพ้นจากตำแหน่งตามวาระ</p> <p>To approve the election of the directors to replace those who must retire by rotation</p> <p><input type="checkbox"/> ให้ผู้รับมอบอำนาจมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร  The proxy shall have the right on my/our behalf to consider and approve independently as it deems appropriate.</p> <p><input type="checkbox"/> ให้ผู้รับมอบอำนาจออกเสียงลงคะแนนตามความประสังค์ของข้าพเจ้า ดังนี้  The proxy shall have the right to approve in accordance with my/our intention as follows:</p> <p>ก. <input type="checkbox"/> เลือกตั้งกรรมการทั้งหมด</p> <p>A. Election of entire nominated directors</p> <table border="0"> <tr> <td><input type="checkbox"/> เห็นด้วย _____ เสียง</td> <td><input type="checkbox"/> ไม่เห็นด้วย _____ เสียง</td> <td><input type="checkbox"/> งดออกเสียง _____ เสียง</td> </tr> <tr> <td>Approve _____ Votes</td> <td>Disapprove _____ Votes</td> <td>Abstain _____ Votes</td> </tr> </table> <p>ข. <input type="checkbox"/> เลือกตั้งกรรมการเป็นรายบุคคล</p> <p>B. Election of each nominated directors</p> <ol style="list-style-type: none"> <li>1. ชื่อกรรมการ ดร. ธรรมนูญ านันท์โพธิ์</li> <p>Director's name Dr. Thammanoon Ananthothai</p> <table border="0"> <tr> <td><input type="checkbox"/> เห็นด้วย _____ เสียง</td> <td><input type="checkbox"/> ไม่เห็นด้วย _____ เสียง</td> <td><input type="checkbox"/> งดออกเสียง _____ เสียง</td> </tr> <tr> <td>Approve _____ Votes</td> <td>Disapprove _____ Votes</td> <td>Abstain _____ Votes</td> </tr> </table> <li>2. ชื่อกรรมการ นายวิวัฒน์ กนกवัฒนาวรรณ</li> <p>Director's name Ms. Wiwat Kanokwatananan</p> <table border="0"> <tr> <td><input type="checkbox"/> เห็นด้วย _____ เสียง</td> <td><input type="checkbox"/> ไม่เห็นด้วย _____ เสียง</td> <td><input type="checkbox"/> งดออกเสียง _____ เสียง</td> </tr> <tr> <td>Approve _____ Votes</td> <td>Disapprove _____ Votes</td> <td>Abstain _____ Votes</td> </tr> </table> <li>3. ชื่อกรรมการ นายแม่ทัพ ต. สุวรรณ</li> <p>Director's name Mr. Maetup T. Suwan</p> <table border="0"> <tr> <td><input type="checkbox"/> เห็นด้วย _____ เสียง</td> <td><input type="checkbox"/> ไม่เห็นด้วย _____ เสียง</td> <td><input type="checkbox"/> งดออกเสียง _____ เสียง</td> </tr> <tr> <td>Approve _____ Votes</td> <td>Disapprove _____ Votes</td> <td>Abstain _____ Votes</td> </tr> </table> </ol>	<input type="checkbox"/> เห็นด้วย _____ เสียง	<input type="checkbox"/> ไม่เห็นด้วย _____ เสียง	<input type="checkbox"/> งดออกเสียง _____ เสียง	Approve _____ Votes	Disapprove _____ Votes	Abstain _____ Votes	<input type="checkbox"/> เห็นด้วย _____ เสียง	<input type="checkbox"/> ไม่เห็นด้วย _____ เสียง	<input type="checkbox"/> งดออกเสียง _____ เสียง	Approve _____ Votes	Disapprove _____ Votes	Abstain _____ Votes	<input type="checkbox"/> เห็นด้วย _____ เสียง	<input type="checkbox"/> ไม่เห็นด้วย _____ เสียง	<input type="checkbox"/> งดออกเสียง _____ เสียง	Approve _____ Votes	Disapprove _____ Votes	Abstain _____ Votes	<input type="checkbox"/> เห็นด้วย _____ เสียง	<input type="checkbox"/> ไม่เห็นด้วย _____ เสียง	<input type="checkbox"/> งดออกเสียง _____ เสียง	Approve _____ Votes	Disapprove _____ Votes	Abstain _____ Votes
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<input type="checkbox"/> เห็นด้วย _____ เสียง	<input type="checkbox"/> ไม่เห็นด้วย _____ เสียง	<input type="checkbox"/> งดออกเสียง _____ เสียง																							
Approve _____ Votes	Disapprove _____ Votes	Abstain _____ Votes																							
<p>วาระที่ 7</p> <p>Agenda Item No. 7</p>	<p>อนุมัติการกำหนดค่าตอบแทนกรรมการและกรรมการชุดย่อยของบริษัทฯ ประจำปี 2563</p> <p>To approve 2020 Directors' remuneration</p> <p><input type="checkbox"/> ให้ผู้รับมอบอำนาจมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร  The proxy shall have the right on my/our behalf to consider and approve independently as it deems appropriate.</p> <p><input type="checkbox"/> ให้ผู้รับมอบอำนาจออกเสียงลงคะแนนตามความประสังค์ของข้าพเจ้า ดังนี้  The proxy shall have the right to approve in accordance with my/our intention as follows:</p> <table border="0"> <tr> <td><input type="checkbox"/> เห็นด้วย _____ เสียง</td> <td><input type="checkbox"/> ไม่เห็นด้วย _____ เสียง</td> <td><input type="checkbox"/> งดออกเสียง _____ เสียง</td> </tr> <tr> <td>Approve _____ Votes</td> <td>Disapprove _____ Votes</td> <td>Abstain _____ Votes</td> </tr> </table>	<input type="checkbox"/> เห็นด้วย _____ เสียง	<input type="checkbox"/> ไม่เห็นด้วย _____ เสียง	<input type="checkbox"/> งดออกเสียง _____ เสียง	Approve _____ Votes	Disapprove _____ Votes	Abstain _____ Votes																		
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Approve _____ Votes	Disapprove _____ Votes	Abstain _____ Votes																							
<p>วาระที่ 8</p> <p>Agenda Item No. 8</p>	<p>อนุมัติการแต่งตั้งผู้สอบบัญชีและกำหนดค่าตอบแทนผู้สอบบัญชี ประจำปี 2563</p> <p>To approve the appointment of the Company's auditor for 2020 and fixing of the auditor's remuneration</p> <p><input type="checkbox"/> ให้ผู้รับมอบอำนาจมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร  The proxy shall have the right on my/our behalf to consider and approve independently as it deems appropriate.</p> <p><input type="checkbox"/> ให้ผู้รับมอบอำนาจออกเสียงลงคะแนนตามความประสังค์ของข้าพเจ้า ดังนี้  The proxy shall have the right to approve in accordance with my/our intention as follows:</p> <table border="0"> <tr> <td><input type="checkbox"/> เห็นด้วย _____ เสียง</td> <td><input type="checkbox"/> ไม่เห็นด้วย _____ เสียง</td> <td><input type="checkbox"/> งดออกเสียง _____ เสียง</td> </tr> <tr> <td>Approve _____ Votes</td> <td>Disapprove _____ Votes</td> <td>Abstain _____ Votes</td> </tr> </table>	<input type="checkbox"/> เห็นด้วย _____ เสียง	<input type="checkbox"/> ไม่เห็นด้วย _____ เสียง	<input type="checkbox"/> งดออกเสียง _____ เสียง	Approve _____ Votes	Disapprove _____ Votes	Abstain _____ Votes																		
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Approve _____ Votes	Disapprove _____ Votes	Abstain _____ Votes																							

วาระที่ 9

Agenda Item No. 9

พิจารณาเรื่องอื่น ๆ (ถ้ามี)

Other matters (if any)

ให้ผู้รับมอบอำนาจมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

The proxy shall have the right on my/our behalf to consider and approve independently as it deems appropriate.

ให้ผู้รับมอบอำนาจออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

The proxy shall have the right to approve in accordance with my/our intention as follows:

- (5) การลงคะแนนเสียงของผู้รับมอบอำนาจในวาระใดที่ไม่เป็นไปตามที่ระบุไว้ในหนังสือมอบอำนาจนั้นให้ถือว่าการลงคะแนนเสียงนั้นไม่ถูกต้องและไม่ใช่เป็นการลงคะแนนเสียงของข้าพเจ้าในฐานะผู้ถือหุ้น

If the proxy does not vote consistently with my/our voting intentions as specified herein, such vote shall be deemed incorrect and is not made on my/our behalf as the Company's shareholders.

- (6) ในกรณีที่ข้าพเจ้าไม่ได้ระบุความประสงค์ในการออกเสียงลงคะแนนในวาระใดให้หรือระบุไว้ไม่ชัดเจนหรือในกรณีที่ที่ประชุมมีการพิจารณาหรือลงมติในเรื่องใดนอกเหนือจากเรื่องที่ระบุไว้ข้างต้น รวมถึงกรณีที่มีการแก้ไขเปลี่ยนแปลงหรือเพิ่มเติมข้อเท็จจริงประการใด ให้ผู้รับมอบอำนาจมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

In the event that I/we have not specified my/our voting intention on any agenda item or have not clearly specified or in case the meeting considers or passes resolutions in any matters other than those specified above, including in case there is any amendment or addition of any fact, the proxy shall have the right to consider and vote on my/our behalf as he/she may deem appropriate in all respects.

กิจการใดที่ผู้รับมอบอำนาจได้กระทำไปในการประชุม เว้นแต่กรณีที่ผู้รับมอบอำนาจไม่ออกเสียงตามที่ข้าพเจ้าระบุในหนังสือมอบอำนาจให้ถือเสมือนว่าข้าพเจ้าได้กระทำการทุกประการ

Any acts performed by the proxy in this meeting, except in the event that the proxy does not vote consistently with my/our voting intentions as specified herein, shall be deemed to be the actions performed by myself/ourselves.

ลงชื่อ/Signed ..... ผู้รับมอบอำนาจ/Grantor

(.....)

ลงชื่อ/ Signed ..... ผู้รับมอบอำนาจ/Proxy

(.....)

ลงชื่อ/ Signed ..... ผู้รับมอบอำนาจ/Proxy

(.....)

ลงชื่อ Signed ..... ผู้รับมอบอำนาจ/Proxy

(.....)

**หมายเหตุ/Remarks**

1. หนังสือมอบอำนาจแบบ C. นี้ ใช้เฉพาะกรณีที่ผู้ถือหุ้นที่ปรากម្ពីในทะเบียนเป็นผู้ลงทุนต่างประเทศและแต่งตั้งให้คสตอเดียน (Custodian) ในประเทศไทยเป็นผู้รับฝากและดูแลหุ้นให้เท่านั้น

This Proxy form C. is only used for the shareholder who is specified in the register as a foreign investor and has appointed a custodian in Thailand to be a share depository and keeper.

2. หลักฐานที่ต้องแนบพร้อมกับหนังสือมอบอำนาจ คือ

The documents needed to be attached to this Proxy form are:

- (1) หนังสือมอบอำนาจจากผู้ถือหุ้นให้คสตอเดียน (Custodian) เป็นผู้ดำเนินการลงนามในหนังสือมอบอำนาจแทน

Power of attorney from the shareholder empowering the custodian to sign this Proxy form on his/her behalf

- (2) หนังสือยืนยันว่าผู้ลงนามในหนังสือมอบอำนาจได้รับอนุญาตประกอบธุรกิจคสตอเดียน (Custodian)

Document confirming that the person who signed the proxy form is permitted to operate the custodian business

3. ผู้ถือหุ้นที่มอบอำนาจจะต้องมอบอำนาจให้ผู้รับมอบอำนาจเพียงรายเดียวเป็นผู้เข้าประชุมและออกเสียงลงคะแนนไม่สามารถแบ่งแยกจำนวนหุ้น ให้ผู้รับมอบอำนาจหลายคนเพื่อแยกการลงคะแนนเสียงได้

The shareholder appointing the proxy shall appoint only one proxy to attend the meeting and cast a vote. The shareholder cannot split his/her votes to different proxies to vote separately.

4. ในกรณีที่มีวาระที่จะพิจารณาในการประชุมมากกว่าวาระที่ระบุไว้ข้างต้น ผู้รับมอบอำนาจสามารถระบุเพิ่มเติมได้ในใบประจាតอแบบหนังสือมอบอำนาจแบบ C. ตามแนบ

In case where the statement exceeds those specified above, additional details may be specified in the Attachment to Proxy Form C. provided.

**ใบประจำต่อแบบหนังสือมอบฉันทะแบบ C.**  
**Attachment to Proxy Form C.**

การมอบฉันทะในฐานะเป็นผู้ถือหุ้นของบริษัท อาฟเตอร์ ยู จำกัด (มหาชน)  
A proxy is granted by a shareholder of After You Public Company Limited

ในการประชุมสามัญผู้ถือหุ้น ประจำปี 2563 ในวันที่ 19 มิถุนายน 2563 เวลา 10.00 น. ณ ห้องประชุมชั้น 4 บริษัท อาฟเตอร์ ยู จำกัด เลขที่ (มหาชน)1319/9 ซอยพัฒนาการ 25 ถนนพัฒนาการ แขวงสวนหลวง เขตสวนหลวง กรุงเทพมหานคร หรือที่จะพึงเลื่อนไปในวันเวลา และสถานที่อื่นด้วย

At the 2020 Annual General Meeting of Shareholders on June 19, 2020 at 10.00 a.m. at Meeting Room Fl. 4, After You Public Company Limited, No. 1319/9 Soi Pattanakarn 25, Pattanakarn Road, Suanluang, Suanluang, Bangkok, or such other date, time and venue as the meeting may be held.

วาระที่ \_\_\_\_\_ เรื่อง \_\_\_\_\_

Agenda item no. Re :

ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

The proxy shall have the right on my/our behalf to consider and approve independently as it deems appropriate.

ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

The proxy shall have the right to approve in accordance with my/our intention as follows:

<input type="checkbox"/> เห็นด้วย _____ เสียง	<input type="checkbox"/> ไม่เห็นด้วย _____ เสียง	<input type="checkbox"/> งดออกเสียง _____ เสียง			
Approve	Votes	Disapprove	Votes	Abstain	Votes

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Agenda item no. Re :

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Approve	Votes	Disapprove	Votes	Abstain	Votes

**Profiles of Independent Director for Appointment  
as Proxy by the Shareholders**

<b>Name - Surname</b>	Mr. Piched Bhimayothin	
<b>Address</b>	56 Soi Meksawat Chong Nonsri Sub-district, Yannawa Bangkok 10120	
<b>Current Position</b>	Independent Director/ and Audit Committee/ Nomination and Compensation Committee	
<b>Age</b>	60	
<b>Nationality</b>	Thai	
<b>Conflict of Interest in any of the proposed agendas</b>	None	
<b>Educational Qualification</b>	Bachelor's Degree in science, Kasetsart University	
<b>Director Accreditation Program</b>	IOD Training Program: Director Accreditation Program (DAP)	
<b>Shareholding in the Company</b>	562,500 shares or 0.07% as of 31 December 2019	
<b>Number of Years in Office</b>	4 years	
<b>Working Experiences</b>		
2015 – Present	Independent Director and Chairman of Audit Committee After You Public Company Limited	
2017 – Present	Nomination and Compensation Committee After You Public Company Limited	
2014 – Present	Advisor Pakfood Public Company Limited (Frozen Food Manufacture)	
1993 – 2014	Plant Manager - Pakfood Public Company Limited (Frozen Food Manufacture)	
<b>Relationship with the Company's Executive, or Major Shareholders of the Company or its subsidiary</b>	None	
<b>Current directorship/ executive position in other companies</b>	Advisor Pakfood Public Company Limited (Frozen Food Manufacture)	
<b>Directorship/Executive position in other companies potentially having conflict of interest with the Company</b>	None	

<b>Meeting attendance in the past year (times)</b>	Board Meeting 5/5 Audit Committee 4/4 Nomination and Compensation Committee 1/1
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### **Definition of the Company's Independent Director**

The independent directors shall be independent of the Company's management and shall possess qualifications as required by the Company in line with the rules and regulations on independent directors. The independent directors must meet the following requirements:

1. Holding shares not more than one percent of the total voting shares of the company, its parent company, subsidiary company, associated company, major shareholder or persons with controlling authority, including the proportion of an independent director's shares, the shares of his/her related parties shall also be included.
2. Not being or used to be a director involved in the management, a worker, an employee or an advisor with regular salaries; or a person with controlling authority of the Company, its parent company, subsidiaries, associated companies, subsidiaries of the same level, major shareholder or person with controlling authority. An exception applies to the case where that person has no longer been in such position for at least two years before the date of being elected. Such prohibited characteristics shall not include the case where the independent director used to be a government official or an advisor to a government authority being the major shareholder or a person with controlling authority of the company.
3. Not being a person from the same lineage or having a legal relationship through registration as a parent, a spouse, a brother, a sister, an offspring, or a spouse of an offspring of another director, an executive, the major shareholder, a person with controlling authority or a person nominated to be an executive or a person with controlling authority of the Company or its subsidiaries.
4. Not having any business relationship with the Company or its parent company, subsidiaries, associated companies, major shareholders or person with controlling authority in a manner which may affect the ability to decide independently. Also, not being or used to be a significant shareholder or a person with controlling authority of a person having a business relationship with the Company, its parent company, subsidiaries, associated companies, major shareholder or person with controlling authority. An exception applies to the case where that person has no longer been in such position for at least two years before the date of being elected.

In this regard, such business relationship includes any commercial transactions that are on an ordinary course of business, leasing or letting immovable properties, transactions relating to assets or services, or provision or receipt of financial assistance through borrowing or lending, guarantee, provision

of assets as collateral, and other similar actions which result in the Company or its counterparty being obliged to pay off liabilities to another party. The total of such liabilities shall be at least 3% of the net tangible assets of the Company or at least Baht 20 million, whichever is lower. The calculation of said liabilities shall be exceptionally in accordance with the method for calculation of the value of related party transactions according to rules and regulations on undertaking of related party transactions. The liabilities shall include those occurring during the past one year before the undertaking of the business relationship with the same person.

5. Not being or used to be an auditor for the Company, its parent company, subsidiaries, associated companies, major shareholder or person with controlling authority; and not being a significant shareholder, a person with controlling authority or a partner of the auditing firm to which the auditor for the company, its parent company, subsidiaries, associated companies, major shareholder or person with controlling authority is attached. An exception applies to the case where the person has no longer been in such position for at least two years before the date of being elected.

6. Not being or used to be a professional service provider including a legal service provider or a financial advisor who is paid a service fee of more than Baht two million per year from the Company, its parent company, subsidiaries, associated companies, major shareholder or person with controlling authority. Also, not being a significant shareholder, a person with controlling authority, or a partner of that professional service provider, unless having no longer been in such position for at least two years before the date of being elected.

7. Not being a director who is appointed to be a representative of the Company's Board of Directors, the major shareholder, or a shareholder relating to the major shareholder of the Company.

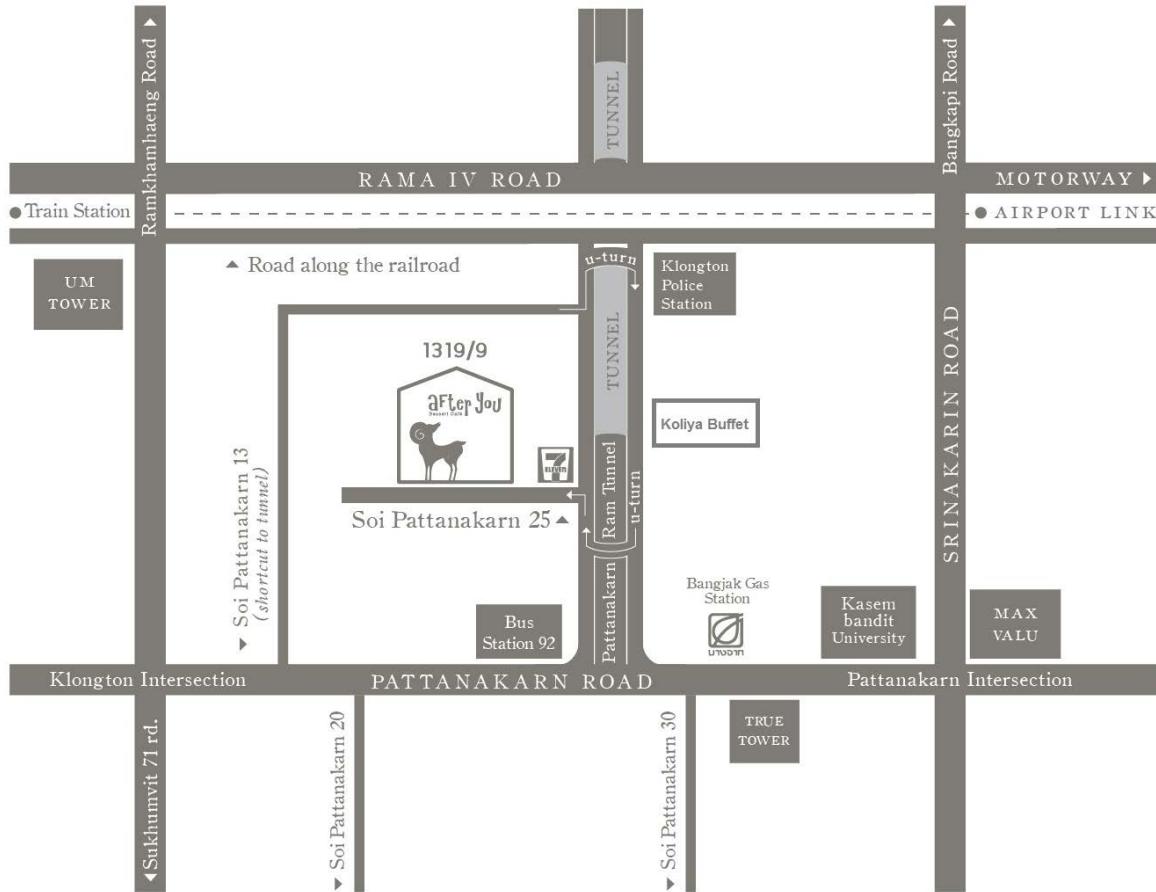
8. Not operating a business of the same nature to and in competition with the business of the Company or its subsidiaries. Or, not being a significant partner in a partnership or a director who has a role in managing business or a worker, an employee, an advisor with regular salaries, or a person holding shares of more than one percent of the total shares with the right to vote of other companies operating a business of the same nature to and in competition with the business of the Company or its subsidiaries.

9. Not possessing other characteristics that affect the ability to provide independent opinions regarding the Company's operations.

After being appointed as an independent director, such independent director may be assigned by the Board of Directors to make a decision with regard to the business operations of the Company, its parent company, subsidiaries, associated companies, subsidiaries which are on the same level, majors shareholders, or controlling person of the Company, by which such decision shall be a collective decision.

**Location Map for the 2020 Annual General Meeting of Shareholders  
After You Public Company Limited**

**At the meeting room of the Company's Head Office, 4th Floor,  
No. 1319/9, Soi Pattanakarn 25, Pattanakarn Road, Suanluang Sub-District,  
Suanluang District, Bangkok 10250  
Tel. +66 (0) 2 318 4488**



In case that the Company's parking lot is full, shareholders can use the parking lot of Koliya Buffet Restaurant. The Company will provide shuttle bus.

## **QR Code - Manual and Step to follow**

### **QR Code Downloading Procedures for the Annual Report**

The Thailand Securities Depository Co., Ltd. (TSD) under the Stock Exchange of Thailand, has developed a system, which allows SET Listed Companies to send to the shareholders documents regarding the General Meeting of Shareholders and the Annual Report in the form of Electronic accessible through QR Code, thus allow the shareholders to access the information conveniently.

Shareholders can download the aforementioned documents from the QR Code by following the steps below.

#### **For IOS System**

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

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

#### **For Android System**

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

#### **Scan Q Code with Line application**

1. Open Line application and click on "Add friend"
2. Choose "QR Code"
3. Scan the QR Code
4. Focus the mobile camera to QR Code to scan it.

**Precautionary Measures to Prevent the Spread of Coronavirus Disease (COVID-19)  
in the Shareholders' Meeting of the Company**

Due to the situation of the spread of coronavirus disease (COVID-19) currently, and the fact that the Company is still required to hold the Annual General Meeting of Shareholders of the Company (the "AGM") in order to comply with the relevant law under such situation, in the light of the concerns about the healthcare of all of the shareholders and in order to comply with the Recommendations on Prevention and Control of COVID-19 for Meetings, Seminars or other comparable events specified by the Department of Disease Control, Ministry of Public Health dated 11 February 2020 and the Guidelines for Holding the Annual General Meeting of Shareholders of the Listed Company under the Situation of the Spread of Coronavirus Disease (COVID-19).

The Company requests the cooperation from the shareholders in considering the approach of granting proxy to an independent director to attend the AGM on their behalf. In this regard, the Company has opened an opportunity for the shareholders to submit the inquiry in relation to the meeting agenda or other matters to the Company by sending the questions to Email: [monpanee.rue@afteryou.co.th](mailto:monpanee.rue@afteryou.co.th) or contact no. 0 2318 4488 ext. 312 within 18 June 2020.

In case where the shareholders wish to attend the Meeting in person, the Company hereby informs the procedures of the Company and the preparation of the shareholders to prevent the spread of coronavirus disease (COVID-19) in the Shareholders' Meeting of the Company as follows;

- 1) To be in accordance with the Regulation Issued under Section 9 of the Emergency Decree on Public Administration in Emergency Situations B.E. 2548 (2005) (No. 7), dated 15 May 2020, which is a provision currently effective on the date of this letter, all seats of the shareholders and proxies who will attend the meeting shall be appropriately arranged for social distancing. The Company shall prepare 3 meeting rooms which connect to each other and the seats with distancing. Therefore, there will be only up to 15-25 seats fitting in each meeting room and additional seats are not available in any respect. Therefore, in this 2020 Annual General Meeting of Shareholders, there are up to 50 seats available for attendees.

The shareholders or proxies who early arrive the meeting venue are firstly allowed to attend the meeting room. In the case where the number of seats for shareholders or proxies are full, the Company reserves the right to manage the situation as appropriate; in order to avoid the congestion at the meeting and to be in accordance with the regulations issued by the Government and the measures for the holding of shareholders meeting issued by the Stock Exchange of Thailand. In this regard, the Company shall not allow the shareholders or proxies arriving later to attend the meeting. However, granting the proxy to the independent director to attend the meeting and casting the votes on the shareholder's behalf or submitting questions is still allowed.

- 2) The Company will provide the screening station and measure the body temperatures of all of the meeting attendants before entering the meeting venue. In this regard, the Company requests the cooperation from the shareholders in case where there is the shareholder with the following symptoms, the Company reserves the right to isolate such shareholder to attend the Shareholders' Meeting in the area specifically designated for the shareholders exhibiting suspected symptoms. Any one of the following symptoms is deemed a suspected symptom<sup>1</sup>.
- Having a fever (having body temperature above 37. 5°C);
  - Coughing, having a sore throat, panting or having respiratory symptoms;
  - People travelling to or making transit stops in the risk countries<sup>2</sup> and returning to Thailand for less than or equal to 14 days before the date of the Shareholders' Meeting of the Company.
- 3) In order to lessen an infection risk, the Company shall not provide microphone to asking questions. In the case where shareholders or proxies attending the meeting would like to raise queries, the shareholders can submit the questions in advance [at address/ via email address] or to a question box in front of the meeting room or to staffs of the Company in order to pass on the questions to the Chairman of the Board of Directors.
- 4) No food, snack, tea and coffee is provided by the Company and the Company request a cooperation from the shareholders and proxies attending the meeting not to eat or drink in the meeting venue in order to reduce touch and virus infection risk.
- 5) The Company will prepare stations for hand washing or alcohol-based sanitizing gel for all of the shareholders. The shareholders are requested to wash hands with soap or alcohol-based sanitizing gel before and after attending the meeting.
- 6) Throughout the period of the Shareholders' Meeting of the Company, the Company would like to request the cooperation from the shareholders, for both of the shareholders who are asked to be isolated and the shareholders who pass the screening process, to comply with the recommendations as follows;

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<sup>1</sup> With reference to the Notification of the Ministry of Public Health Re: Names and Presenting Symptoms of Dangerous Communicable Disease (No. 3) B.E. 2563 (2020)

<sup>2</sup> Risk countries mean countries or territories which are risky to be infected with COVID-19, pursuant to the Notification of the Ministry of Public Health Re: Territories Outside the Kingdom of Thailand Defined As Disease Infected Zones of the Coronavirus Disease 2019 or COVID-19) Outbreak B.E. 2563 (2020) dated 3 March 2020 and the other relevant regulations which are in force before or on the meeting date.

- Please wear the face mask at all times;
- Please wash hands frequently with water and soap or alcohol-based sanitizing gel;
- Avoiding touching your facial area (eyes, nose, mouth) with unwashed hands;
- Avoiding jointly using and touching/contacting objects with others;
- People with symptoms of fever, cough, rhinorrhoea, sore throat, panting or shortness of breath are requested to leave the meeting room or contact the officers of the Company. The officers of the Company reserve the right to send the shareholders with such symptoms to be treated at home, accommodation or hospital, as the case may be.

The Company sincerely thanks all of the shareholders and wishes to receive your kind cooperation on this matter, for the sake of good healthcare of all of the shareholders.