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Krungthai Car Rent and Lease Public Company Limited

The Registration Form

The Annual Ordinary General Meeting of Shareholder for the year 2024

Krungthai Car Rent and Lease Public Company Limited

Thursday, April 25th, 2024 at 10.00 hours

By via Electronic Meeting (E-AGM) only

I/We,..... being a shareholder or being a proxy of who is a
shareholder of Krungthai Car Rent and Lease Public Company Limited, National ID number.....

Came to attend the meeting mentioned above.

Signed..... Attendee

(.....)

Remark Inquiries and requests of additional information pertaining to the annual general meeting's agenda of KCR shareholders, please send an e-mail to noppol@krungthai.co.th

March 6th, 2024

Subject : Invitation to the 2024 via Electronic Meeting (E-AGM) only

To : Shareholders

Attachment:

- (1) Annual Report (digital format in the form of QR Code).
- (2) Brief biodata of the person nominated for the position of directors for the replacement of the retired directors by rotation method. (Attachment 1-2)
- (3) Brief biodata of independent directors. (Attachment 3)
- (4) Power of Attorney or Letter of Assignment of Proxy. (Attachment 4)
- (5) Procedures for attending the meeting, appointing proxies, voting methods and vote counting results. Via Electronic Meeting (E-AGM) (Attachment 5)
- (6) Articles of Association relating to the Annual General Meeting of Shareholders. (Attachment 6)
- (7) Requisition Form for supporting documents of the 2024 Annual General Meeting of Shareholders(Attachment 7)

With the Board of Directors having resolved to hold the Annual General Meeting of Shareholders for the fiscal year 2024 on Thursday, April 25th, 2024, at 10.00 hours In the form of via Electronic Meeting (E-AGM) only one format, with Digital Access Platform Co., Ltd. ("DAP") (a subsidiary of the Stock Exchange of Thailand) as a meeting system service provider. (DAP e-Shareholder Meeting) , with the purpose of considering various matters according to the following agenda of the meeting:

Agenda 1 Consideration and validation of the minutes of the Annual General Meeting of Shareholders for the fiscal year 2023.

Opinion of the Board The Board of Directors has considered and mutually agreed that the minutes of the Annual General Meeting of Shareholders for the fiscal year 2023 was accurate and correct. It is deemed appropriate to validate the minutes of the minutes of the Annual General Meeting of Shareholders for the fiscal year 2023, which was held on April 25th, 2023. And it is deemed appropriate to further propose to the shareholders' meeting to validate this report.

Agenda 2 Consideration of the committee's report concerning the performance of the company over the past year as proposed by the Board of Directors.

Opinion of the Board The Board of Directors has considered and mutually agreed that the shareholders' meeting is recommended to acknowledge the company's operating results for the year 2023 with the details as appeared in the Annual Report of the year 2023 which was attached with this invitation letter(digital format in the form of QR Code)

Agenda 3 Consideration and approval of the Financial Statements for the year ended December 31st, 2023, and the company's auditor's report.

Opinion of the Board The committee in charge with auditing – the auditing committee – has considered the company's financial statements for the fiscal year ended December 31st, 2023, with the details as appeared in the Annual Report of the year 2023. This report has been audited by the Certified Public Accountant. The said financial statements are deemed appropriate, and then proposed to the shareholders' meeting for further approval.

Agenda 4 Approval of the allocation of profit and the payment of dividend according to the company's performance in 2023.

Opinion of the Board The company has a policy to make the payments of dividends to shareholders at the rate of at least 50 (fifty) percent of the net profit of the company after deducting the corporate income tax and legal reserve each year, which depend on the financial status, the accompanying plan, the company's future business, and liquidity. The Board of Directors has considered approving the allocation of profit and the payment of dividends for the operating results of the year 2023 by making the payments of dividends to shareholders at the rate of 0.37 baht per share, or 92.5 million baht in total. As in progress, the company has concluded with success the first payment of an interim dividend for the year 2023 at the rate of 0.26 baht per share, or 65.0 million baht on September 13th, 2023.

The payment of the remaining dividend to be distributed at the rate of 0.11 baht per share, totalling 27.5 million baht, will be concluded on May 24th,2024. And it is deemed appropriate to propose to the shareholders' meeting on April 25th, 2024, to approve the allocation of profit and the payment of dividend for the operating results of the year 2023, with a remark that the dividend payment requested for approval is precisely in accordance with the company's policy.

Information of the rate of dividend payment for comparison:

		2023	2022
1	The company's net profit (unit: baht)	186,848,174	246,150,123
2	Number of shares (unit: share)	250,000,000	250,000,000
3	Total dividends paid per share (unit: baht per share)	0.37	0.49
	3.1 Interim dividend (unit: baht per share)	0.26	0.19
	3.2 Annual dividend (unit: baht per share)	0.11	0.30
4	Total dividends paid and to be paid (unit: baht)	92,500,000	122,500,000
5	The ratio of dividend pay-out (unit: percentage of net profit)	50%	50%

Agenda 5 Consideration of a move to elect new directors for the replacement of directors retired by rotation method, and determination of the remuneration of the directors.

Opinion of the Board According to the company's regulations,
 5.1) One-third of the directors are required to retire by rotation method at the Annual General Meeting of Shareholders. The directors who are designated for retirement are
 1. Dr.Pahfun Chittmittrapap, Chairman of Corporate Governance Committee ,Member of Independent Audit Committee, Member of Nomination and Remuneration Committee, Independent Director.
 2) Dr.Eakapong Tungsrisanguan, Independent Director, Member of Corporate Governance Committee. The company provides the shareholders an opportunity to nominate persons who are deemed to have appropriate qualifications and who do not have any prohibited characteristics to be eligible for the position of director, whose qualifications and characteristics are in accordance with the criteria stated on the company's website, from November 16th, 2023 to January 16th, 2024. However, the

shareholders did not appear to propose any candidate or candidates. As a result, the Nomination and Remuneration Committee, excluding the stakeholders, has jointly considered the qualifications and suitability, completely in accordance with the selection process. The Board of Directors, excluding the directors with conflict of interest, agreed with the proposal of the Nomination and Remuneration Committee. The names of the new directors were therefore proposed to the shareholders' meeting for the year 2024 asking for approval of the election of two directors who are to retire by rotation method:

1. Dr.Pahfun Chittmitrapap, Chairman of Corporate Governance Committee ,Member of Independent Audit Committee, Member of Nomination and Remuneration Committee, Independent Director.2. Dr.Eakapong Tungsrangan, Independent Director, Member of Corporate Governance Committee to remain as directors for another term considering that the two directors have passed the screening process. A careful consideration has been given to assure that the persons nominated as the new directors are perfectly qualified for the company's business operations, having background and expertise from a wide range of professions, leadership, vision, virtue, ethics, ability to express opinions in an independent fashion and in accordance with applicable guidelines, and impressive qualifications.

However, the company still provides the shareholders opportunity to nominate the qualified candidates for the Directors appointment if seems suitable.

5.2) The Nomination and Remuneration Committee has considered the appropriateness of the annual remuneration of the company's directors for the year 2024 by taking the suitability into consideration by comparing it with reference to organisations of the same business type or of the similar size, the expansion rate of business, and company's profitability performance. The Board of Directors has agreed with the proposition concluded by the Nomination and Remuneration Committee. It is deemed appropriate to maintain the remuneration of the directors, the members of the Audit Committee, the independent directors, and the members of the sub-committees in 2024 is to be the same rate as that of the year 2023: allocating the director's remuneration for the year 2024 in an amount not exceeding 5,000,000 (five million) baht by proposing to the shareholders' meeting for approval. And if the shareholders' meeting approves, the new rate of remuneration will be effective from the date of approval by the shareholders' meeting onwards. It will remain so until the shareholders' meeting resolves to change to the new remuneration policy.

	(Baht/person year) 2024 remain the same	(Baht/person year) 2023 increase by 5 (five) percent
The Board of Directors		
- Chairman of the Committee	58,008.39	58,008.39
- Committee member	47,132.26	47,132.26
- Independent Director ^{1/}	26,368.13	26,368.13
Audit Committee ^{1/}		
- Chairman of the Committee	32,960.19	32,960.19
- Committee member	26,368.13	26,368.13
Nominating and Remunerating Committee		
- Chairman of the Committee	32,960.19	32,960.19
- Committee member	26,368.13	26,368.13
Corporate Governance Committee		
- Chairman of the Committee	32,960.19	32,960.19
- Committee member	26,368.13	26,368.13
Risk Management Committee		
- Chairman of the Committee	32,960.19	32,960.19
- Committee member	26,368.13	26,368.13

^{1/}Remark:

- The remuneration of the Independent is 26,368.13 baht per month.
- The remuneration for the Chairman of the Audit Committee is 32,960.19 baht per month
- The remuneration of the members of the Audit Committee is 26,368.13 baht per month

There are no other benefits other than the above compensation.

Agenda 6 **Consideration of an appointment of the company's auditors for the fiscal year ending December 31st, 2024, and consideration of the remuneration of auditor or auditors.**

Opinion of the Board The Board of Directors has agreed with the proposal of the Audit Committee to propose to the shareholders' meeting to approve the appointment of Ms Sullit Atesawang (Certified Public Accountant Licence No 7517) and/or Ms Nanthapas Wannasomboon (Certified Public Accountant Licence No 7793) and / or Miss Nitinee Kittikunapong (Certified Public Accountant Registration No.8843) of Dharmniti Auditing Company Limited, as the company's auditors for the fiscal year ending on December 31st, 2024, with the audit fee worth 1,080,000 (one million eighty thousand) baht. According to the list proposed above, not one of the auditor candidates is related to or has a conflict of interest with Krungthai Car Rent and Lease Public Company Limited, its management, major shareholders, or person related to such entities. And this is the second year that these auditors have been fulfilling their duty as the auditors for the company.

In addition, it is deemed appropriate to propose that the Annual General Meeting of Shareholders approve the audit fees for the consolidated financial statements of the company for the year 2023 accordingly.

	2024	2023
1. Annual audit fee for the Company's financial statements	1,080,000 Baht	1,080,000 Baht
2. Annual audit fee for quarterly review and financial statements of subsidiary		
- Number of subsidiary	1 company	1 company
- Amount of fee	372,500 Baht	372,500 Baht
3. Non-audit fee	No	No
4. Total audit fees of Krungthai Car Rent and Lease Public Company Limited and its subsidiary	1,452,500 Baht	1,452,500 Baht


The subsidiary company is designated to have the benefit of using the service of the same as the main company.

Agenda 7 Consideration of other matters (if applicable)

In addition, according to the resolution of the Board of Directors No 1/2024 concluded on February 28th, 2024 of having passed a resolution of approving the list of shareholders who were entitled to attend and vote at the Annual General Meeting of Shareholders for the year 2024 and the rights to receive the voting rights and the rights to dividend on March 21st, 2024, the dividend payment date is specified on May 24th, 2024.

Therefore, we would like to extend to you an invitation to attend the shareholders' meeting on the aforementioned date, time, and place. If any of the invited shareholders is unable to attend the meeting, they are recommended to appoint a proxy to fulfil the duty in place of the absentees. In this regard, the shareholders reserves the right to appoint Mr Chaiwat Asawintarangkun (Chairman of the Audit Committee – brief details as stated in Attachment 3) as an attorney to attend the meeting on behalf of the absentees. Please fill in and sign the proxy form (see Attachment 4) and request it to be forwarded to one of the directors or the person assigned by the committee before attending the meeting.

Your Faithfully,



(Mr. Pithep Chantarasereekul)

The Chairman of the Board of Directors

Profile of persons nominated for the position of director in place of directors who retire by rotation

Name	:	Dr.Pahfun Chittmittrapap	
Type of director proposed for appointment	:	Directors who possess the necessary qualifications as specified by the company.	
Directorship period	:	3 years (appointed on April 17 th , 2021) Having held the position for 6 terms for 18 years and will hold office for another term for 3 years for a total of 21 years. Reason: being qualified, experienced, having basic knowledge and expertise, having leadership, broad vision, being a virtuous and ethical person, and in accordance with the relevant guidelines.	
Position in the company	:	Chairman of Corporate Governance Committee ,Member of Independent Audit Committee, Member of Nomination and Remuneration Committee, Independent Director.	
Age (Years)	:	57	
Nationality	:	Thailand	
Qualifications	:	Doctorate Degree:Doctor of Philosohpy Program in Development Administration Suan Sunandha Rajabhat University Master's Degree : Master of Laws Villanova University,USA. Bachelor's degree : Bachelor of Laws, Chulalongkorn University	
Training	:	Certificate from the Thai Institute of Directors Class : DAP ' 23 , DCP' 160, FSD, SFE -Leadership 21, The Capital Market Academy -Security Management and Leadership for Executive Programme No.9 -Leadership No.22 ,King Prajadhipok's Institute - National Defence Course for Future Leaders No.62 ,National Defence College - Certificate Course in Good Governance for Medical Executives, King Prajadhipok's Institute and the Medical Council of Thailand.	
Holding shares in the company	:	No	
Positions in other listed companies	:	Independent Director and Audit Committee, SF Corporation PLC.	
Positions in non-listed companies	:	Founder and Executive Chairman Smarthome systems Co.,Ltd. AheadAll Co.,Ltd. Punnakhate Co.,Ltd. -Association committee ,Thai Health Technology Association and Clean and Creative Foundation - Entrepreneur : My Beach Resort Ao Yon Bay,Phuket	

Position in Other company that : No
compete with / relate to Company that
may cause conflict of interest

Remark	Meeting of the Board of Directors	Attended 5 of 5
	Audit Committee	Attended 4 of 4
	Corporate Governance Committee Meeting	Attended 1 of 1
	Risk Management Committee	Attended 1 of 1

Profile of persons nominated for the position of director in place of directors who retire by rotation

Name	:	Dr.Eakapong Tungsrisinguan	
Type of director proposed for appointment	:	Directors who possess the necessary qualifications as specified by the company.	
Directorship period	:	3 year (appointed on April 24th, 2020) Having held the position for 1 terms for 3 years and will hold office for another term for 3 years for a total of 6 years. Reason: being qualified, experienced, having basic knowledge and expertise, having leadership, broad vision, being a virtuous and ethical person and in accordance with the relevant guidelines.	
Position in the company	:	Independent Director, Member of Corporate Governance Committee	
Age (Years)	:	48	
Nationality	:	Thailand	
Education	:	<ul style="list-style-type: none"> - Doctor of Engineering in Telecommunications, Asian Institute of Technology - Master of Engineering in Telecommunications, Asian Institute of Technology - Bachelor's Degree in Electrical (Honor Degree) Engineering Chulalongkorn University - Bachelor's Degree in f Laws (First Class Honors), Chulalongkorn University - Bachelor of Accounting, Bangkok University - Certified Public Accountant (CPA) 	
Training	:	<ul style="list-style-type: none"> - Thai Institute of Directors Association (IOD) : Director Certification Program (DCP) 224/2016, DAP - Company Secretary Program (CSP) 110/2020 IOD - Director Diploma Examination (EXAM) 52/2016, IOD - Strategic CFO in Capital Markets Program No. 1/2015 by The Stock Exchange of Thailand - Leadership 26/2018, the Capital Market Academy - Public Economics Management for Executives 26/2022, King Prajadhipok's Institute - Public Economics Management for Executives 15/2017 King Prajadhipok's Institute - 2MORROW SCALER No. 2 	

Holding shares in the company : No

Position in Other Listed Companies : Chief Financial Officer, SCGJWD Logistics Public Company Limited
Independent Director and Chairman of the Audit Committee, Chame Corporation Public Company Limited

Position in non-listed companies : Director, SCGJWD Trading Co., Ltd.
Director, Boonthavorn Ceramic Co., Ltd.
Independent Director, KPM Securities Co., Ltd.
Director, Pridi Banomyoung Institute
Director, Bok Seng PPSEZ Dry Port Co., Ltd

Position in Other company that : No
compete with / relate to Company that
may cause conflict of interest

Remark	Meeting of the Board of Directors	Attended 5 of 5
	Meeting of Corporate Governance Committee	Attended 1 of 1

Definition of the Audit Committee/Independent Director

The desired qualifications of the company's independent directors which are higher than the minimum requirement set by the Securities and Exchange Commission and the Stock Exchange of Thailand are as follows:

(1) The Audit Committee/Independent Director shall hold no more than 0.5% of the total number of shares with voting rights of the company, parent company, subsidiary company, associated company, or juristic person that may have conflict of interest, including the shares held by related persons of independent directors.

(2) The Audit Committee/Independent Director shall have never been a director who used to take part in managing work, employees, staff, advisors who earn regular salaries, or an authorised controlling person of the company, parent company, subsidiary company, associated company, or juristic person who may have conflict of interest, unless having been removed from the aforementioned positions or characteristics for the period of at least 2 years before the appointment.

(3) The Audit Committee/Independent Director shall not be related by blood or by legal registration, in the manner of parent, spouse, sibling and child (including the child's spouse) to the executive, major shareholder, authorised controlling person, or a person who will be nominated as an executive or an authorised controlling person of the company or of the subsidiary company.

(4) The Audit Committee/Independent Director shall not have a business relationship with the company, parent company, subsidiary company, associated company, or juristic person that may have conflict of interest in a manner that may impede one's independent exercise of judgement, including having never been or being a major shareholder, director who is not an independent director, or in management of a person having a business relationship with the company, parent company, subsidiary company, associated company or juristic person who may have conflict of interest, unless having been removed from having such positions or characteristics for the period of at least 2 years before the appointment.

(5) The Audit Committee/Independent Director shall have never been an auditor of the company, parent company, subsidiary company, associated company, or juristic person that may have conflict of interest, and not a major shareholder or director who is not an independent director, executive or managing partner of the audit firm which has the auditors of the company, parent company, subsidiary company, associated company or juristic person who may have conflict of interest, unless having been removed from having such positions or characteristics for the period of at least 2 years before the appointment.

(6) The Audit Committee/Independent Director shall have never been a professional service provider of any kind including services as a legal advisor or financial advisor which received a service fee of more than 2 million baht per year from the company, parent company, subsidiary company, associated company or juristic person that may have conflict of interest, including being a major shareholder, a director who is not an independent director, executive or managing partner of such professional service providers, unless having been removed from having such positions or characteristics for the period of at least 2 years before the appointment.

(7) The Audit Committee/Independent Director shall not be a director who has been appointed as a representative of the Board of Directors, major shareholders, or shareholders who are related either by blood or by legal registration to the major shareholders of the company.

(8) The Audit Committee/Independent Director shall not have any other positions or characteristics that may prevent one from expressing independent opinions on the company's operations.

Brief biodata of independent directors.

Curriculum Vitae of the Independent Director
Krungthai Car Rent and Lease Public Company Limited

Name-Surname	Mr.Chaiwat Atsawintarangkun
Date of Birth	1 July 1952
Education	MBA in Business Administration, Thammasat University Barrister at Law, Thai Bar Association BBA- Faculty of Accounting , Ramkhamhaeng University BBA in Business Administration and Faculty of Law , Ramkhamhaeng University DAP ' 24/2004 DCP' 81/2006 ACP '12/2006
Experience	Director Prospect Consulting Company Limited
Present positions	Director and Chairman of the Audit Committee <ul style="list-style-type: none"> - Eastern Polymer Group Public Company Limited - Eastern Printing Public Company Limited - Syntec Construction Public Company Limited - Merchant Partners Securities Public Company Limited Director <ul style="list-style-type: none"> - Boat House Hua Hin Company Limited - Prospect Consulting Company Limited - Bright Lilly (Thailand) Company Limited - Merchant Partners Securities Company Limited

PROXY FORM A: General Proxy Form (SIMPLE FORM)
 According to Regulation of Department of Business Development
 Re: Form of Proxy (No. 5) B.E. 2550

Written at

Date..... Month.....Year.....

(1) I / We Nationality

Address No. Road Sub-District

District Province Postal Code

(2) being a shareholder of Krungthai Car Rent and Lease Public Company Limited
 holding the total amount of shares with the voting rights of votes as follows;
 ordinary share shares with the voting rights of votes
 preferred share shares with the voting rights of votes

(3) do hereby appoint either one of the following persons

(1) Mr.Chaiwat Atsawintarangkun Age 71 Years
 with address at 427/76 Road Sathu Pradit Sub-District Chong Nonsi
 District Yannawa Province Bangkok Postal Code 10120 or

(2) Age Years
 with address at Road Sub-District

District Province Postal Code or

(3) Age Years
 with address at Road Sub-District

District Province Postal Code

as only one of my / our proxy to attend and vote on my / our behalf 2024 Annual General Meeting of Shareholders to be held on April 25th, 2024, 10:00 hours via Electronic Meeting (E-AGM) or at any adjournment thereof.

For any act performed by the Proxy at the meeting, it shall be deemed as such acts had been done by me / us in all respects

Signed Shareholder

(.....)

Signed Proxy

(.....)

Signed Proxy

(.....)

Signed Proxy

(.....)

Remarks: The Shareholder appointing the Proxy must authorize only one proxy to attend and vote at the meeting and shall not allocate the number of shares to several proxies to vote separately.

PROXY FORM B (SPECIFIC DETAILS FORM)
According to Regulation of Department of Business Development
Re: Form of Proxy (No. 5) B.E. 2550

Written at

Date..... Month.....Year.....

(1) I / We Nationality

Address No..... Road..... Sub-District

District..... Province..... Postal Code.....

(2) being a shareholder of Krungthai Car Rent and Lease Public Company Limited
holding the total amount of..... shares with the voting rights of..... votes as follows;
ordinary share..... shares with the voting rights of..... votes
preferred share..... shares with the voting rights of..... votes

(3) do hereby appoint either one of the following persons

(1) Mr.Chaiwat Atsawintarangkun Age .. 71 .. Years
with address at .. 427/76 Road Sathu Pradit Sub-District Chong Nonsi

District..... Yannawa Province..... Bangkok..... Postal Code..... 10120..... or

(2)..... Age..... Years
with address at Road..... Sub-District

District..... Province..... Postal Code..... or

(3)..... Age..... Years
with address at Road..... Sub-District

District..... Province..... Postal Code.....

as only one of my / our proxy to attend and vote on my / our behalf 2024 Annual General Meeting of Shareholders to be held on April 25th, 2024, 10:00 hours at via Electronic Meeting or at any adjournment thereof.

(4) I / We authorize my / our Proxy to cast the votes according to my / our intentions as follows

- Agenda 1 : Consideration and validation of the minutes of the Annual General Meeting of Shareholders for the fiscal year 2023.
 - (a)The Proxy is entitled to cast the votes on my / our behalf at its own discretion.
 - (b)The Proxy must cast the votes in accordance with my / our following instruction:
 - Approve Disapprove Abstain

- Agenda 2 : Consideration of the committee's report concerning the performance of the company over the past year as proposed by the Board of Directors.
 - The meeting acknowledged the said report.

Agenda 3 : Consideration and approval of the financial statements for the year ended December 31st, 2023, and the company's auditor's report.

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

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

Approve Disapprove Abstain

Agenda 4 : Approval of the allocation of profit and the payment of dividend according to the company's performance in 2023.

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

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

Approve Disapprove Abstain

Agenda 5 : Consideration of a move to elect new directors for the replacement of directors retired by rotation method, and determination of the remuneration of the directors.

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

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

To elect directors as a whole

Approve Disapprove Abstain

To elect each director individually

Name of Director : Dr. Pahfun Chittmitrapap

Approve Disapprove Abstain

Name of Director : Dr. Eakapong Tungsriranguan

Approve Disapprove Abstain

Determination of the remuneration of the directors

Approve Disapprove Abstain

Agenda 6 : Consideration of an appointment of the company's auditors for the fiscal year ending December 31st, 2024, and consideration of the remuneration of auditor or auditors.

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

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

Approve Disapprove Abstain

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

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

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

Signed..... Shareholder
(.....)

Signed..... Proxy
(.....)

Signed..... Proxy
(.....)

Signed..... Proxy
(.....)

Remarks:

1. The Shareholder appointing the Proxy must authorize only one proxy to attend and vote at the meeting and shall not allocate the number of shares to several proxies to vote separately.
2. In the agenda relating to the election of Directors, it is applicable to elect either nominated directors as a whole or elect each nominated director individually.
3. In case there are agenda other than the agenda specified above, the additional statement can be specified by the Shareholder in the Regular Continued Proxy Form as enclosed.

REGULAR CONTINUED PROXY FORM B

Authorization on behalf of the Shareholder of the Krungthai Car Rent and Lease Public Company Limited.

For the 2024 Annual General Meeting of Shareholders to be held on April 25th,2024, 10:00 hours via Electronic Meeting (E-AGM) or at any adjournment thereof.

Agenda No....Subject.....

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

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

Approve

Disapprove

Abstain

Agenda No....Subject.....

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

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

Approve

Disapprove

Abstain

Agenda No....Subject.....

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

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

Approve

Disapprove

Abstain

Agenda No....Subject.....

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

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

Approve

Disapprove

Abstain

Agenda No....Subject.....

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

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

Approve

Disapprove

Abstain

Agenda No. : Election of Directors (continued)

Name of Director

Approve Disapprove Abstain

Name of Director

Approve Disapprove Abstain

Name of Director

Approve Disapprove Abstain

Name of Director

Approve Disapprove Abstain

Name of Director

Approve Disapprove Abstain

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Name of Director

Approve Disapprove Abstain

Name of Director

Approve Disapprove Abstain


Guidelines for Meeting Registration, Proxy Appointment and
Voting and Vote Counting Procedures
The 2024 Electronic Annual General Meeting of Shareholders (E-AGM)


To attend the 2024 E-AGM either in person or by proxy, please kindly see details about preparation for e-Registration, attending the e-Meeting, asking questions, and voting procedures in the User Manual Electronics Meeting System for the Shareholders' Meeting

Registration Procedures

Online self-registration via DAP e-Shareholder Meeting system

Shareholders can register at the DAP e-Shareholder Meeting. The pre-registration will start from April 5th, 2024 until April 25th, 2024.

	User's Manual for the Electronic Meeting System for the Shareholders' Meeting (E-AGM)
	https://www.set.or.th/th/dap/services/e-shareholder-meeting

	E-AGM service for Registration and Attending the Meeting
	https://bit.ly/3PidWoK

Manual registration by the Company on behalf of the Shareholders

1. Participants prepare the following documents:

Shareholders attend the meeting in person

- Individual Shareholders
 - 1.1 Fill out "Registration Form" which the Company has sent together with the invitation letter of the meeting.
 - 1.2 A copy of "Identification document"^{1/} of the shareholders and certified true copy by the shareholders.
- Juristic Shareholders.
 - 2.1 Fill out "Registration Form" which the Company has sent together with the invitation letter of the meeting.
 - 2.2 A copy of "affidavit or certificate of incorporation of the juristic shareholders"^{2/}.
 - 2.3 A copy of "Identification document"^{1/} of the shareholders and certified true copy by the shareholders' representatives.
 - 2.4 A copy of "Identification document"^{1/} of the proxy holder and certified true copy by the proxy holder.

Appointing a Proxy to another person to attend the Meeting

- Individual Shareholders
 - 1.1 Fill out "Registration Form" which the Company has sent together with the invitation letter of the meeting.
 - 1.2 A copy of the proxy form attached to the invitation of the Meeting, accurately completed and signed by the shareholders' representatives and the proxy holder.
 - 1.3 A copy of "affidavit or certificate of incorporation of the juristic shareholders.
 - 1.4 A copy of "Identification document"^{1/} of the proxy holder and certified true copy by the proxy holder
- Juristic Shareholders.
 - 2.1 Fill out "Registration Form" which the Company has sent together with the invitation letter of the meeting.
 - 2.2 A copy of the proxy form attached to the invitation of the Meeting, accurately completed and signed by the shareholders' representatives and the proxy holder.
 - 2.3 A copy of "affidavit or certificate of incorporation of the juristic shareholders"^{2/}
 - 2.4 A copy of "Identification document"^{1/} of the shareholders and certified true copy by the shareholders' representatives.
 - 2.5 A copy of "Identification document"^{1/} of the proxy holder and certified true copy by the proxy holder.

Appointing a Proxy to Independent Director

- Individual Shareholders
 - 1.1 Fill out "Registration Form" which the Company has sent together with the invitation letter of the meeting
 - 1.2 A copy of the proxy form attached to the invitation of the Meeting, accurately completed and signed by the shareholders' representatives and the proxy holder.
 - 1.3 A copy of "affidavit or certificate of incorporation of the juristic shareholders.

○ Juristic Shareholders.

2.1 Fill out "Registration Form" which the Company has sent together with the invitation letter of the meeting

2.2 A copy of the proxy form attached to the invitation of the Meeting, accurately completed and signed by the shareholders' representatives and the proxy holder.

2.3 A copy of "affidavit or certificate of incorporation of the juristic shareholders" 2/

2.4 A copy of "Identification document" 1/ of the shareholders and certified true copy by the shareholders' representatives.

^{1/} Document containing the photo of such person issued by the Government Agency, such as Identification Card, Driver License, or Passport

^{2/} A certificate of juristic person registration of the shareholder (not older than 6 months), certified true copy by the juristic person's representative, together with the company's seal (if any)

2. Shareholders who are not of Thai nationality or juristic persons established under foreign laws.

Clause 1 shall apply mutatis mutandis to shareholders or attendees who are not of Thai nationality or who are Be a juristic person established under foreign laws, as the case may be, subject to the following regulations:

a. The juristic person certificate may be a document issued by the government agency of the country in which the juristic person is located or by an officer of the juristic person. There must be details about Juristic person name

Authorized person to sign for a juristic person and conditions or restrictions on signing authority head office location

b. Original documents which are neither in Thai nor in English must be submitted together with Thai or English translation, certified true and correct by its authorised officer along with a seal (if any)

3. Please send the original copy of the above documents to the Company by post within **April 18th, 2024** to the following address:

Company Secretary Office
Krungthai Car Rent And Lease Public Company Limited
455/1 Rama III rd, Bang Khlo, Bang Kho Laem, Bangkok, 10120

4. Obtaining a password

Shareholders attended the meeting in person. : Shareholders will receive an email informing them of the result of registration. If you can't find the email, please check your Junk Email or contact a member of the registered company.

Shareholders gave proxies to others to attend the meeting. : The system will send an email with a password (Initial Password) to the proxy's email address. When the proxies log in, they must change the password and log in to the meeting again.

Shareholders gave proxy to an independent director. : The system will send an email informing the results of the proxy registration to the shareholder's email address. to confirm the proxy registration has been completed. Shareholders will not receive a password. Because it is considered that the independent directors have already been appointed as proxies and have already voted in advance in the system.

5. For convenience in registering securities holders or proxies who will attend the meeting Please submit this set of documents to the company by April 18th, 2024. If the documents or evidence are incomplete or do not comply with the conditions, the company reserves the right not to accept registration.

Notification of the result of identity verification to attend the meeting


When the Company receives registration documents and/or proxy and verify the accuracy of such documents, the company will inform the user name (Username) and password (Password) together with the WebLink for logging-in to the E-AGM system via e-mail. specified in the document.

Shareholders, please keep your Username (User ID) and Password confidential. Should not be disclosed to others.


The company reserves the right not to accept registration. If the original document is sent to the company after the time specified above, or if that the documents or evidence are incomplete or inaccurate or do not meet the conditions.

Attending the Annual General Meeting of Shareholders via Electronic Meeting (E-AGM) only

1. Please study the method of attending the meeting via electronic media. Watching the meeting broadcast Voting and asking questions at the meeting can be found at "Electronic Conference System (E-AGM)" Operation Manual at

	User's Manual for the Electronic Meeting System for the Shareholders' Meeting (E-AGM)
	https://www.set.or.th/th/dap/services/e-shareholder-meeting

2. Shareholders or proxies can log-in to the e-service system from 8.00 a.m. with their username and password and OTP received at

	E-AGM service for Registration and Attending the Meeting
	https://bit.ly/3PidWoK

ASKING QUESTIONS IN THE E-MEETING

1. Before casting the vote in each agenda, the Company will give shareholders an opportunity to make inquiries or comments on the issues related to such agenda as appropriate or during the Meeting, shareholders can submit questions in advance:

1. Click "Send Question"
2. Choose the agenda you wish to ask question
3. Type your question (Optional)
4. Click "Send Question"

2. Please wait for notification from the system administration by returning to the WebEx application and preparing to open microphone and camera and making inquiries and comments accordingly. Shareholder are requested to notify their names before making the inquiries or comments in the Meeting.

VOTING PROCEDURES

1. To cast a vote, one share shall have one vote
2. Shareholders are able to vote by press the voting button and vote on such agenda
3. A shareholder or a proxy may cast a vote to “Approve” or “Disapprove” or “Abstain”
4. If the shareholders have assigned the proxy to vote on each agenda item as stated in the Proxy Form, the Company will record the votes as specified by the shareholders in the Proxy Form.

VOTE COUNTING

1. In counting the votes for each agenda item, the Company will count the votes for “Approve” or “Disapprove” and “Abstain”. For a simple majority vote of the shareholders who attend the Meeting, the “Abstain” votes would not be counted as base score. For a special resolution which require two-thirds of the total shares held by the shareholders attending the Meeting or three-quarters of the total shares held by the shareholders attending the Meeting, the “Abstain” votes would be counted as base score.
2. To pass a resolution, a simple majority vote of the shareholders who attend the Meeting and are entitled to vote is required, except Agenda Item regarding the approval of the remuneration of directors, which requires the vote of not less than two-thirds of the total shares held by the shareholders who attend the Meeting.

ANNOUNCING VOTE COUNTING RESULT

After vote counting for each agenda item is completed, the Company will announce the voting results as approval, disapproval, or abstention as a percentage of total votes. For the agenda item concerning the election of directors, the Company will announce the voting results by individual directors.

Any questions or problems regarding the Electronic Annual General Meeting of Shareholders (E-AGM), please contact:

Company Secretary Office
Krungthai Car Rent And Lease Public Company Limited
455/1 Rama III rd, Bang Khlo, Bang Kho Laem, Bangkok, 10120
Tel. 02 291 8888 # 120
E-mail : noppol@krungthai.co.th

Regulations
Krungthai Car Rent and Lease Public Company Limited

Section 4: Shareholders' Meeting

33. The company's general meeting shall be held at the venue where the headquarters of the company is located, or nearby provinces, or at any other places determined by the committee.

In the period of 21 days prior to the date of the general meeting of the shareholders, the company will close the register book and suspend any incoming requests for transfer of shares. The company will notify the shareholders of the suspension of such activities 14 days in advance at the head office and branch offices of the company.

34. There shall be at least one session of the general meeting of shareholders. Such a meeting shall be called "General Meeting". The meeting shall be made within four months after the end of the company's accounting year. Any other meeting of shareholders shall be called "Extraordinary General Meeting".

The committee may summon an Extraordinary General Meeting whenever it sees fit, or when the shareholders with shares totalling not less than one-fifth of the total shares issued, or the number of shareholders of not less than twenty-five persons holding shares of the number of not less than one-tenth of the total number of shares issued. The group of shareholders are required to generate a letter with all signatures of the shareholders, giving reasons and requesting the company to call an extraordinary general meeting of shareholders. The committee shall hold a meeting within one month from the date of the reception of the letter from the shareholders.

35. In the calling notification of the meeting of shareholders, the committee shall prepare a meeting invitation letter specifying the place, the date, the time, the agenda of the meeting, the matters to be proposed to the meeting with suitable details, and statements indicating which agenda seeks the meeting's acknowledgement, consideration, or approval. The invitation letter shall also include the opinion of the Board of Directors under each agenda prior to the letter's delivery to the shareholders and the registrar at least seven days prior to the meeting date.

In addition, the invitation shall also be published as an advertisement in a newspaper for three consecutive days, at least three days prior to the date of the meeting.

36. To appropriately conduct a meeting, there must be at least twenty-five shareholders and proxies (if there is any) attending the meeting, or not less than half of the total number of shareholders, and must have the number of shares amounting to not less than one-third of the total number of shares issued. Therefore, a quorum would be constituted.

In the event that it appears that the number of attendees of the shareholders' meeting does not meet the determined quorum one hour after the specified time: If the meeting was held by the request of shareholders, the meeting shall be called off. If the meeting was not held by the request of the shareholders, the meeting should be readjourned at a later date, with letter of notification and invitation delivered to all shareholders seven days in advance. In the latter meeting, no quorum shall be required.

37. In the shareholders' meetings, shareholders may appoint other persons to attend the meeting in place of themselves and can cast votes on their behalf. To appoint a proxy, a power of attorney is required and signed by the grantor, as well as the following information as designated by the Public Limited Companies Registrar:

- a. The number of shares held by the proxy grantor.
- b. Name of Proxy
- c. Number of the meeting for which the proxy will attend and cast vote in place of the grantor.

The said proxy form must be submitted to the Chairman of the Board. or the person designated by the chairman at the meeting place before the proxy attends the meeting

38. In the event that the meeting is unable to conclude the consideration of all the agenda specified in the meeting notice, in which the number of shareholders holding shares amounting to not less than one-third of the total number of shares issued at the meeting is not completed and it is necessary to postpone the consideration. The meeting shall specify the place, date and time for the next meeting. In addition, the Board of Directors shall send the meeting invitation letter specifying the place, date, time and agenda to the shareholders at least 7 days prior to the meeting. In this regard, the notification for the meeting shall be published in a newspaper for at least three consecutive days prior to the meeting date.

39. The chair of the Board of Directors is automatically appointed as the chair of the shareholders' meeting. In the event that the chair of the Board of Director is not present at the meeting or is unable to perform duties, the vice chair or the second in command of the Board of Directors shall take the position of the chair of the shareholders' meeting. If the vice chair or the second in command is not present at the meeting or is unable to perform such duties, the shareholders' meeting shall elect one of the shareholders to be the ad interim chair of the shareholders' meeting.

40. In the shareholders' meeting, each shareholder has one vote per share.

The resolution of the shareholders' meeting shall consist of the following votes:

1. In an ordinary event, it is deemed appropriate that a majority vote of the shareholders who attend the meeting and have the right to vote, by counting one share as one vote. If the voting sum of the two sides are equal, the chair of the shareholders' meeting shall have one additional vote as an arbitrary or the ruling vote.
2. In the following cases, the total number of votes of not less than three quarters of the total number of votes of shareholders who attend the meeting and have the right to vote is valid.
 - a. Sale or transfer of all or a significant portion of the company's activities to another person.
 - b. Buying or accepting business transfers of other companies or a private company to the company.
 - c. Making, amending or terminating the rental agreement of the entire company business or some important parts of the business, assigning other party or parties to manage the business of the company, or merging with other persons with the purpose of sharing profit and loss.
 - d. Augmentation of the registered capital of the company.
 - e. Reduction of the registered capital of the company.
 - f. Issuance of corporate bonds.
 - g. Merger of the company.
 - h. Dissolution of the company.

- i. Amendments to the Memorandum of Association and the Articles of Association of the company.
- j. Issuance of shares for the settlement of debt and the scheme of conversion of debt to equity under the principles of the Public Limited Company law.
- k. Any other matters as required by law.

A discreet voting session may be performed upon requests by at least five shareholders with the approval of the shareholders' meeting with a majority vote of the shareholders including the shareholders' proxies (if there is any) who attend the meeting and have the right to vote. The vote count remains as one share per one vote.

41. The activities which may be done by the Annual General Meeting are as follow:

- 1. Consideration of the report of the committee on the business that the company operated in the past year.
- 2. Consideration and approval of the balance sheet and profit and loss account of the past year.
- 3. Consideration of the allocation of dividends and allocation of funds as reserves.
- 4. Election of directors to replace those who retire by rotation and determination of their remuneration.
- 5. Appointment of auditor and determination of the remuneration.
- 6. Any other activities as deemed fit and necessary.

Requisition Form for supporting documents of the 2024 Annual General Meeting of Shareholders

Shareholder(s) may choose to request the supporting documents by one of the following methods:

1. Scan this QR Code and:"



and fill out the details

2. Email to noppol@krungthai.co.th

3. Please mark ✓ in and fill out the following details and return this form to KCAR via mail by business reply service as appeared on the back of this form.

2024 Notice of the Annual General Meeting of Shareholders

Annual Report for the year 2023

Place of receiving of the printed documents:

Name-Surname.....

Address No..... Village No..... Alley..... Village Name.....

Road..... Sub-District..... District.....

Province..... Postal Code..... Tel.....

Should you have any query or suggestion, please contact:

Miss Kanyanun Techapisitchai Tel 02-291-8888 # 228 or

Mr.Noppol Sakthong Tel 02-291-8888 # 120

Should you wish to receive the above-mentioned documents before the date of the Shareholders' Meeting (April 25th, 2024), please submit the completed requisition form to Corporate Secretary Office by **April 18th, 2024**.