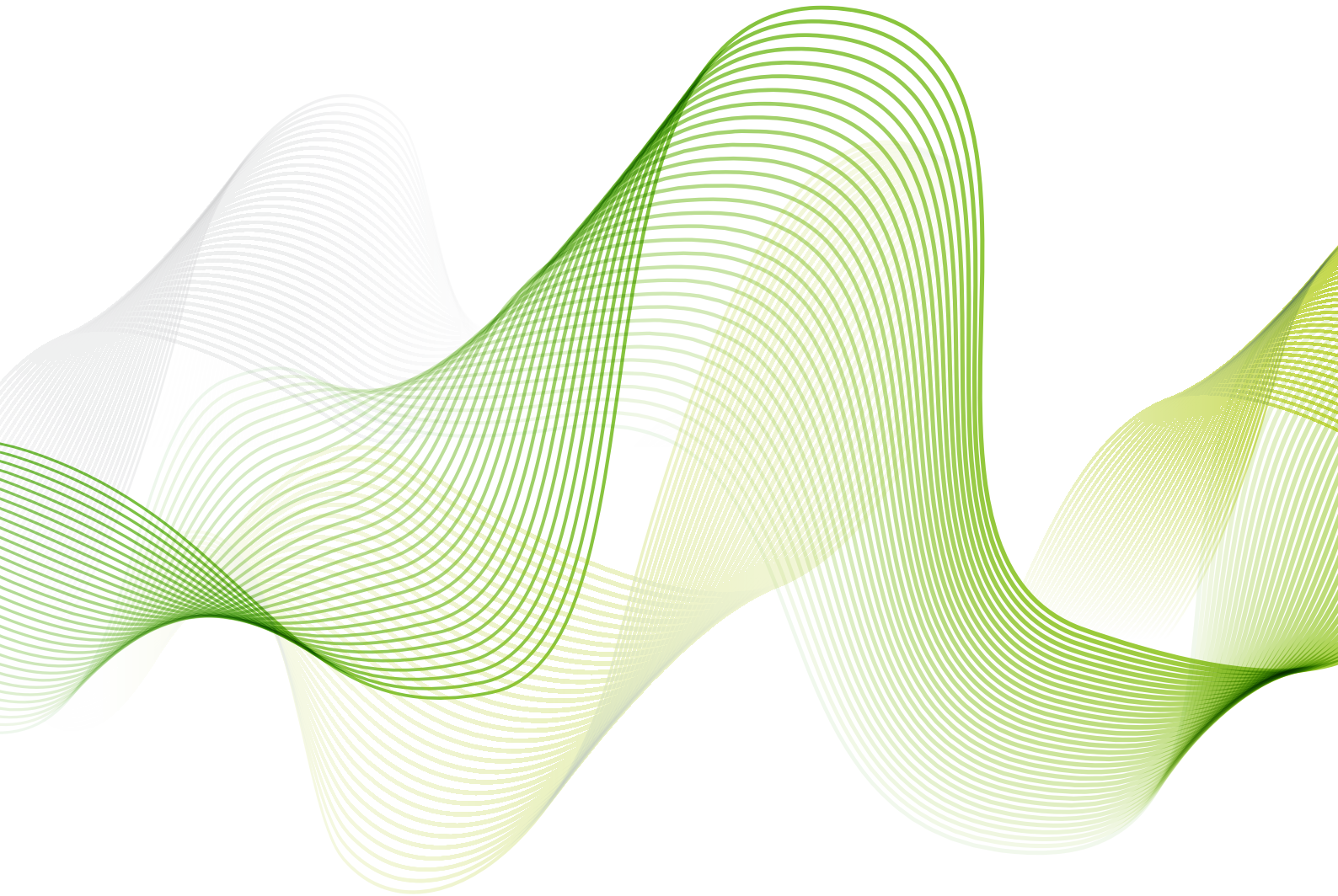




Invitation to the 2024
Annual General Meeting of Shareholders



Thursday, April 25, 2024
at 14:00 hours, via electronic media
(E-Meeting) only

Ref. NCH 007 / 2024

March 11, 2024

Subject: Invitation to the 2024 Annual General Meeting of Shareholders

To: Shareholders

N.C. Housing Public Company Limited

- Attachments:
1. Copy of the Minutes of the 2023 Annual General Meeting of Shareholders
 2. 2023 Annual Report (Form 56-1 One Report) in QR CODE format
 3. Profile of the Persons Nominated for the Election of Director in Replacement of those to be Retired by Rotation
 4. Details of the Independent Directors proposed as a Proxy for Shareholders
 5. Definition of Independent Director of N.C. Housing Public Company Limited
 6. Proxy Form B and Proxy Form C
 7. Company's Articles of Associations relating to the Shareholders' Meeting
 8. Guidelines for attending the Annual General Meeting of Shareholders via electronic media (E-Meeting)
 9. Acceptance for the invitation of online meeting of N.C. Housing Public Company Limited
 10. Privacy Notice (For Shareholders)

The Board of Directors of N.C. Housing Public Company Limited (the "Company") resolved that the 2024 Annual General Meeting of Shareholders (the "Meeting") will be held on Thursday, April 25, 2024 at 14:00 hours, via electronic media (E-Meeting) only, in compliance with the Emergency decree on Electronic Meeting and other related laws and regulations, to consider matters according to the agenda items as follows:

- Agenda 1** To consider certifying the Minutes of the 2023 Annual General Meeting of Shareholders
Consideration: The 2023 Annual General Meeting of Shareholders was convened on April 26, 2023, for which the Minutes has been attached herewith. (Attachment 1)

The Board's opinion: The Board deemed it appropriate to propose the shareholders consider certifying the said Minutes of the 2023 Annual General Meeting of Shareholders.

Required votes for approval: Majority votes of the shareholders who attend the meeting and cast their votes.

Agenda 2 To consider and acknowledge the Company's operating results for the fiscal year 2023
Consideration: Both the Board of Directors' Report and the Company's operating result have been included in the Company's 2023 Annual Report (Form 56-1 One Report) in QR Code, which was delivered to the shareholders, together with this meeting invitation. (Attachment 2)

The Board's opinion: The shareholders are recommended to acknowledge the operating results for the fiscal year 2023 and the report of the Board of Directors.

Required votes for approval: Agenda for acknowledgement; therefore, no voting is required.

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

Consideration: The Company's Financial Statements for the fiscal year 2023 ended December 31, 2023, as shown in the Company's 2023 Annual Report (Form 56-1 One Report) in QR Code, were audited and certified by the Company's auditor and delivered to the shareholders, together with this meeting invitation. (Attachment 2)

The Board's opinion: The shareholders are recommended to approve the Financial Statements for the fiscal year 2023 ended December 31, 2023, which were audited and certified by the Company's auditor.

Required votes for approval: Majority votes of the shareholders who attend the meeting and cast their votes.

Agenda 4 To consider and approve the allocation of profit from the operating results of the fiscal year 2023 and dividend payment

Consideration: Under Section 116 of the Public Limited Companies Act, B.E. 2535 (1992) and Article 51 of the Company's Articles of Association, the Company shall allocate part of its annual net profit as capital reserve of not less than five (5)

percent of the annual net profit after deduction of the accumulated losses brought forward amount (if any) until the amount of this capital reserve is not less than ten (10) percent of the registered capital, unless the Company's Articles of Association or other laws require more capital reserve.

According to the Company's operating results in 2023, the Company recorded a net profit of THB 179,798,051.25. Therefore, the Board of Directors agreed to propose the allocation of the annual profit of the year 2023 to a legal capital reserve in the amount of THB 9,000,000.00, as a result, the Company's accumulated capital reserve totaled THB 122,200,000 which accounts for 9.81% of its registered capital (the Company has a paid-up capital of THB 1,245,283,691.00).

The Company has determined the policy for dividend payout which will be paid at a rate of not less than forty (40) percent of net profit of the consolidated financial statements after deduction of corporate income tax and allocation to legal reserve. Thus, the dividend payout should be based on various factors such as performance, financial position, liquidity, business expansion plan, and other matters related to the management of the Company under the condition that the operation must be beneficial to the Company as well as to its shareholders. From the performance in the past year 2023, the Company's consolidated financial statements showed a net profit of THB 162,081,349.17

Therefore, the Company's Board of Directors agreed to propose that the shareholder consider and approve paying dividend for the fiscal year ending 2023 at the rate of 0.05 Baht per share, with the dividend payment determined on May 20, 2024. Details of dividend payment are as follows:

	<u>2023 (THB)</u>	<u>2022 (THB)</u>
Net profit (Consolidate)	162,081,349.17	349,382,135.17
<u>Deduct</u> Legal reserve	9,000,000.00	18,140,000.00
Net profit after legal reserves	153,081,349.17	331,242,135.17
(1,245,283,691 of Issued and paid-up share capital)		
Total dividend payments	62,264,184.55	136,981,206.01
Dividend payment per Share	0.05	0.110
Rate of dividend payments as % of net profit	40.67	41.35

The Board's opinion: The Board deemed it appropriate to propose to the shareholder's meeting to consider and approve the allocation of net profit for the year 2023 as a legal reserve in the amount of THB 9,000,000.00 and pay the dividend for the fiscal year ending 2023 at the rate of 0.05 Baht per share, determined to be paid on May 20, 2024. In this regard, the shareholders' names who will have the right to attend the 2024 Annual General Meeting of Shareholders (Record Date) and are entitled to receive the dividend is determined on March 11, 2024. It is noted that the right to receive the dividend is still uncertain as it has not yet been approved by shareholders.

Required votes for approval: Majority votes of the shareholders who attend the meeting and cast their votes.

Agenda 5 To consider and approve the election of the directors in replacement of those whose term was due for retirement by rotation.

Consideration: According to the Public Limited Companies Act B.E. 2535 (1992) and Article 18 of the Company's Articles of Association, at every Annual General Meeting of Shareholders, one-third (1/3) of the directors shall retire from office. If the number of directors is not a multiple of three (3), then the number nearest to one-third (1/3) shall retire from office. There must be a drawing by lots to determine the directors retiring on the first and second years following the registration of the Company. In each subsequent year, the directors who occupy the position for the longest period shall retire.

Directors whose term was due to retire in this year and have also been nominated to be voted back into office are as follows:

1. Mr. Trairat Jarutat, Assoc. Prof. Chairman and Independent Director
2. Mr. Somnuek Tanthathoedtham Executive Director and Managing Director

The Nomination and Remuneration and CG Committee, excluding Board members that have conflicts of interest, have reviewed, and assessed the qualifications of the two (2) Board members who have retired by rotation to conform to all applicable guidelines. Each of the two (2) individuals possesses knowledge and capability which has and will benefit the Company in its operations. As such, the Nomination Committee deems appropriate the submission the names of the two (2) nominees to the Company's Board of Directors which is then to be submitted for

shareholder approval of re-appointment. (Profile of the directors who retired by rotation and proposed for re-election are as show in attachment 3)

The scope of duties of each committee can be found in the Annual Report 2023 (Form 56-1 One Report)

Additionally, to comply with the policy to promote good governance, company offered an opportunity as a company practice, for shareholders to nominate in advance the persons to represent them as director, from September 13, 2023 – December 29, 2023, and the Company received no proposal.

The Board's opinion: The Board of Directors, excluding the interested directors, has cogitated that the nominated candidates have been reviewed in accordance with the procedures specified by the Company and that their qualifications comply with relevant regulations and are appropriate for the company's business. Therefore, the Board agreed to adopt the Nomination and Remuneration and CG Committee proposal to consider re-electing the two (2) directors who retired by rotation as independent directors and sub-committee members for another term.

Required votes for approval: Majority votes of the shareholders who attend the meeting and cast their votes.

Agenda 6

To consider and approve the directors' remuneration for the year 2024

Consideration: Article 34 of the Company's Articles of Association prescribes that the member of the Company's Board of Directors is entitled to receive remuneration from the Company in form of gratuity, meeting allowance, pension, bonus, or other forms of remuneration in accordance with the Company's Articles of Association or the resolutions made at a shareholders meeting. The remuneration may be determined as a fixed number, or as a guideline, and may be defined to be effective either in occasional or perpetuum basis until changes are made. The member of the Board is also entitled to Company benefits as stipulated in the Company's Articles of Association.

The Nomination and Remuneration and CG Committee have considered the criteria for remuneration for directors and agreed on the criteria corresponding to the responsibilities of members of the Board. The remuneration should be competitive to peers and reasonable to maintain qualified Board members as required by the Company. The Remuneration Committee deems it appropriate to

submit the proposed remuneration structure to the Company's Board of Directors which is then to be submitted for shareholder approval. Remuneration rates for the year 2024 are set to be the same as the year 2023 and approve the annual bonus for the directors who served the company in the year 2023. Details are as follows:

6.1 Meeting allowance and Annual remuneration

1. Meeting allowance for the Board of Director
 - Chairman THB 50,000/meeting
 - Member THB 20,000/meeting
2. Annual remuneration for the Board of Director
 - Chairman THB 440,000/person/year
 - Member -None-
3. Meeting allowance for the Audit Committee
 - Chairman THB 30,000/meeting
 - Member THB 20,000/meeting
4. Annual remuneration for the Audit Committee
 - Chairman THB 200,000/person/year
 - Member THB 200,000/person/year
5. Meeting allowance for the Nomination and Remuneration and CG Committee
 - Chairman THB 30,000/meeting
 - Member THB 20,000/meeting

6.2 The annual bonus

Details of the directors' bonus for the year 2022 – 2024 are as follows:

Bonus approval paid in year	2022	2023	2024
Directors' bonus budget (Baht)	495,000	680,000	300,000

Proposed approval of the annual bonus for the directors who served the company in the year 2023 (Paid in the year 2024) not exceeding THB 300,000. The bonus shall equally allocate to the Company's Directors depending on the day of services while the Executive Director of the Company shall not receive any director's bonus.

The director's bonus shall be paid after it has been approved by the Annual General Meeting of Shareholders, with the allocation of the amount and payment method according to the resolution of the Board of Directors.

6.3 Other remuneration

Details of the other remuneration for the year 2022 – 2024 are as follows:

Detail	2022	2023	2024
-	None	None	None

The Board's opinion: The Board of Directors agreed with the proposed remuneration structure by the Nomination and Remuneration Committee and deemed it has been appropriate the shareholders to consider and approve the Board member's remuneration for the year 2024 as well as the annual bonus for the directors who served the company in the year 2023 in accordance with the aforesaid defined criteria.

Required votes for approval: No less than two-thirds (2/3) of the shareholders who attend the meeting and cast their votes.

Agenda 7 To consider and approve the appointment of the auditor for the Financial Statements year 2024 and determination of the remuneration

Consideration: In accordance with Section 120 of the Public Limited Companies Act B.E. 2535 (1992), the Annual General Meeting of Shareholders must appoint an auditor and determine the Company's audit fee every year. The Audit Committee has considered the qualifications and efficiency of the audit along with the appropriate rate of audit fee for the year 2023 and had an opinion that Dharmniti Auditing Co., Ltd, a recognized financial auditor by the Securities and Exchange Commission, Thailand, experienced in auditing publicly listed companies with a good understanding and extensive knowledge of the nature of the Company's business operations as well as its five (5) financial auditors, wherewith, no relationship or transactions that may cause any conflicts of interest with the Company. Therefore, proposed the Board of Directors to consider and approve to propose the Annual General Meeting of Shareholders appoint the auditor of Dharmniti Auditing Co., Ltd. as the Company's auditor for the year 2024. The list of the auditors are:

1. Miss Nitinee Kittikunapong CPA Registration No. 8843
(Signed the Financial Statement of the Company for the year 2022-2023) or
2. Miss Chotima Kitsirakom CPA Registration No. 7318

- (Signed the Financial Statement of the Company for the year 2020-2021) or
3. Miss Wannisa Ngambuathong CPA Registration No. 6838
(Never signed the Financial Statement of the Company) or
 4. Miss Chutinant Kopraserthaworn CPA Registration No. 9201
(Never signed the Financial Statement of the Company) or
 5. Mr. Thanawut Piboonsawat CPA Registration No. 6699
(Never signed the Financial Statement of the Company)

Any of the appointed auditors shall perform the audit and express opinions toward the Company's financial statements. The determined audit fee for the Company's financial statements year 2024 ended December 31, 2024, in the amount of THB 1,640,000 which was the same as previous year. In the fiscal year 2023, the Company paid Dharmniti Auditing Co., Ltd. THB 1,640,000 for the audit fee and another THB 255,029 for out-of-pocket expense.

In this regard, Dharmniti Auditing Co., Ltd. also served as financial auditor for all three (3) subsidiaries of the Company, namely N.C. Property Management Co., Ltd., Quality Living Management Co., Ltd., and Siri Arun Wellness Co., Ltd. In 2023, the Company paid the audit fee for three (3) subsidiaries to Dharmniti Auditing Co., Ltd. in the amount of THB 546,000 and out-of-pocket expense, transport expense, amount THB 255,029.

In addition, none of the above auditors have acted as the auditor of the Company for more than five (5) consecutive fiscal years.

The Audit Committee's opinion: Audit Committee considered performance, independence of the financial auditor, and the audit fee, therefore, proposed the Board of Directors with the opinion to approve the appointment of Miss Nitinee Kittikunapong CPA Registration No. 8843, or Miss Chotima Kitsirakom CPA Registration No. 7318, or Miss Wannisa Ngambuathong CPA Registration No. 6838, or Miss Chutinant Kopraserthaworn CPA Registration No. 9201, or Mr. Thanawut Piboonsawat CPA Registration No. 6699 of Dharmniti Auditing Co., Ltd. as the Company's financial auditor for fiscal year 2024 and the audit fee is to be set at THB 1,640,000.

The Board's opinion: Upon reviewed, the Board agreed and deemed appropriate to propose the Annual General Meeting of Shareholders to consider and approve the

appointment of Miss Nitinee Kittikunapong CPA Registration No. 8843, or Miss Chotima Kitsirakom CPA Registration No. 7318, or Miss Wannisa Ngambuathong CPA Registration No. 6838, or Miss Chutinant Kopraserthaworn CPA Registration No. 9201, or Mr. Thanawut Piboonsawat CPA Registration No. 6699 of Dharmniti Auditing Co., Ltd. as the Company's financial auditors for fiscal year 2024 and the audit fee is to be set at THB 1,640,000.

Required votes for approval: Majority votes of the shareholders who attend the meeting and cast their votes.

Agenda 8

To consider on other matters (if any)

Consideration: Provide shareholders with the opportunity to inquire about or express opinions to the Company on meeting agenda items and other matters.

In this regard, the Company has provided opportunities for shareholders to propose meeting agendas or submit questions for consideration at the 2024 Annual General Meeting of Shareholders and nominate qualified persons to be elected as directors in advance of the meeting date via the Company's website during September 13 – December 29, 2023. The Company would like to inform that the period has been expired and it appeared that there were **no** shareholders proposing agenda items or submitting questions for consideration at the 2024 Annual General Meeting of Shareholders and there were no shareholders nominating persons with suitable qualifications to be elected as directors of the Company.

If the shareholders propose to consider and vote on matters other than those specified in the invitation letter, they must comply with the conditions of the law prescribed in the second paragraph of Section 105 of the Public Limited Companies Act B.E. 2535 (1992) that "When the consideration of the matters under paragraph one is finished, the shareholders holding shares amounting to not less than one-third of the total number of shares sold may request the meeting to consider matters other than those indicated in the notice calling for the meeting".

The Board's opinion: Allow shareholders with the opportunity to inquire, express opinions, and raise any pending issues that shareholders may have without the resolution. Nevertheless, shareholders are free to Guidelines set forth in the second paragraph of Section 105 of the Public Limited Companies Act B.E. 2535 (1992) for the case where additional issues are brought up for consideration and voting.

As the Stock Exchange of Thailand has given an option for listed companies to prepare the Annual Report (Form 56-1 One Report) in QR Code format, the Company has prepared the 2023 Annual Report (Form 56-1 One Report) in QR Code format and delivered it to the shareholders together with the invitation to the 2024 Annual General Meeting of Shareholders. For shareholders who would like to obtain the 2023 Annual Report (Form 56-1 One Report) in hard copy, please contact us:

Investor Relations Department
N.C. Housing Public Company Limited
1/765 Moo 17, Soi Amporn, Phaholyothin Rd. Km 26,
Tambol Kookhot, Umpher Lumlookka, Pathumthani 12130
Tel : 0-2993-5080-7 Ext. 403 and 401
E-Mail : ir@ncgroup.co.th

Should you propose to receive the 2023 Annual Report (Form 56-1 One Report) delivered to your address before the meeting date, please contact the Company by **April 11, 2024**.

All shareholders are cordially invited to attend the 2024 Annual General Meeting of Shareholders via electronic media (E-Meeting) on the aforesaid date and time. Please note that the Meeting will be only conducted via electronic media (E-Meeting), as well as the registration and voting.

For shareholders who would like to attend the Meeting via electronic media (E-Meeting), please thoroughly study the “**Guidelines for attending the Annual General Meeting of Shareholders via electronic means (E-Meeting)**” of the Company as appear on Attachment 8.

The Company would like to take this opportunity to invite all its shareholders to attend the Annual General Meeting of Shareholders, but should you not be able to attend the meeting, shareholders are entitled to appoint a proxy to another person or to the Company’s Independent Directors; Mr. Piboon Limpraphat, Ph.D., or Mr. Vichan Amornrojanavong, or Mr. Worakarn Thepchalerm, or Mr. Vikrom Sriprataks, to attend the meeting and vote accordingly on their behalf. Please fill in the details and sign the proxy form as appear in Attachment 6 together with registration documents as stated in the “**Guidelines for attending the Annual General Meeting of Shareholders via electronic means (E-Meeting)**”

For shareholders or proxies who wish to request a proxy form in file format, please send the request to the Investor Relations Department via email: ir@ncgroup.co.th or download a proxy form via the Company website: <https://investor.ncgroup.co.th>. For additional information, please contact via phone: 0-2993-5080-7 ext. 403 and 401.

Sincerely yours,



(Mr. Trairat Jarutat)

Chairman

N.C. Housing Public Company Limited

Investor Relations Department

Tel. 0-2531-5533, 0-2993-5080-7 Ext. 403 and 401

(Translation)

Minutes of the 2023 Annual General Meeting of Shareholders
N.C. Housing Public Company Limited

Date, time, and venue

The 2023 Annual General Meeting of Shareholders (the “Meeting”) was held on Wednesday, April 26, 2023, at 14:00 hours, via electronic media (E-AGM) only. The Company applied the system of OJ International Co., Ltd. for a virtual conference in allowing shareholders to attend the Meeting (E-Meeting) and vote (E-voting). In this regard, the Meeting was recorded as a video for further dissemination on the Company's website.

Directors attending the Meeting

- | | |
|-------------------------------------|--|
| 1. Mr. Trirat Jarutach, Asst. Prof. | Chairman and Independent Director |
| 2. Mr. Piboon Limpraphat, Ph.D. | Director, Independent Director, Chairman of the Audit Committee, Chairman of the Nomination and Remuneration and CG Committee |
| 3. Mr. Vichan Amornrojanavong | Director, Independent Director, Member of the Audit Committee, Member of the Nomination and Remuneration and CG Committee |
| 4. Mr. Vorakan Dhepchalerm | Director, Independent Director, Member of the Audit Committee, Member of the Nomination and Remuneration and CG Committee |
| 5. Mr. Vikrom Sriprataks | Director, Independent Director, Member of the Audit Committee, Member of the Nomination and Remuneration and CG Committee |
| 6. Mr. Somchao Tanthathoedtham | Director, Member of the Nomination and Remuneration and CG Committee, Chairman of the Executive Committee, Chief Executive Officer |
| 7. Mr. Somnuek Tanthathoedtham | Director, Executive Director, Managing Director |

The Company has seven (7) directors and all those directors were present at the Meeting, which is 100% of all Company's directors.

Executives attending the Meeting

1. Mr. Thamrong Plookjitrason Assistant Managing Director
2. Mr. Rattakai Lertsripreeya Assistant Managing Director
3. Mr. Walatchanat Rujidasirisakul Senior Vice President (Accounting and Financial Department), Act as Chief Finance Officer (CFO)
4. Ms. Porntipa Cheewaruangroj Company Secretary

Auditors

1. Ms. Nitinee Kittikunapong Dharmniti Auditing Co., Ltd.
2. Mr. Todsaporn Kamsang Dharmniti Auditing Co., Ltd.

Meeting commenced at 14.00 hours

Ms. Pissamon Supap, a master of ceremonies (the “MC”), welcomed all shareholders to the 2023 Annual General Meeting of Shareholders of N.C. Housing Public Company Limited. She informed the Meeting that a total of 37 shareholders were attending the Meeting in person and by proxy, representing 978,075,795 shares from the total issued and paid-up shares of 1,245,283,691 shares, accounted for 78.5424% of the Company’s outstanding shares. This constituted a quorum according to Article 38 of the Company’s Association.

Before starting to consider the agenda, the MC clarified the voting procedures and vote counting methods for each agenda which can be summarized as follows:

1. The Meeting was conducted through electronic media, therefore, there was no printing of ballots for the attendees. For voting, if shareholders attended the Meeting via PC, they were requested to vote on the E-Voting system by switching to E-Voting tab to cast their vote, but if shareholders attended the Meeting via mobile device or tablet, they were requested to switch from Zoom application to Chrome application to vote on the E-Voting system. The Company allowed shareholders two (2) minutes per agenda to vote. Once casting the vote, the system would have a pop-up asking to confirm the vote, pressed “Accept” to confirm voting.
2. In case shareholders would like to change the vote, they were able to do by selecting on the vote again. However, shareholders could not vote or change the vote when the agenda was passed and closed. After voting, shareholders were requested to switch back to E-meeting tab (Zoom) to continue the Meeting.
3. The system would collect points by counting the total votes from those who voted via E-Voting system and those who voted in advance via proxy documents.
4. Vote counting: one share would be counted as one vote.

5. The Chairman notified shareholders to vote on each agenda and queried in every agenda whether anyone objected or abstained. For agenda that no shareholder objected or abstained from voting, the Chairman considered the proposed resolution approved or agreed upon. On the other hand, if any shareholder objected or abstained from voting, the Chairman would ask the shareholder to put a checkmark in the square box [✓] of objection or abstention at the E-Voting tab. Shareholders or proxies who attended the Meeting and did not vote would be assumed to agree.
6. For proxies who attended the Meeting with the proxy form that the Grantor has already specified the vote, there was no need to vote in the E-Voting. The Company would count the votes according to the details specified in the proxy form. After that, the Chairman would announce the Meeting of the voting results of each agenda.
7. Before voting of each agenda, shareholders would have an opportunity to inquire or express any opinion related to that agenda;

Ask question by Chat:

1. Click at "Chat" in Zoom and type a message.
2. Press the Enter key to send the message to the system.

Ask question by speak through microphone:

1. Click at "Reactions" in Zoom and click "Raise Hand"
2. The MC would call out the name of person who raise hand, and the host would allow he/she to turn on the microphone for inquiries. The shareholder needed to unmute the microphone himself/herself and then asked the question. If the shareholder did not speak through the microphone within one (1) minute, he/she was requested to type the question through the "Chat" instead. The MC would read the question to the Meeting on your behalf.

Asking questions each time either via Chat or speak through microphone, shareholders who wish to inquire or express any opinion required to inform the name along with specifying whether attended the Meeting in person or as a proxy, followed by the queries or comments every time for the benefit of taking the Minutes of the Meeting correctly and completely. The Company allowed shareholders two (2) minutes per agenda to ask questions and would resume the meeting immediately if no questions were asked. Additional questions would be typed in through the Chat, the MC would read the questions later. Questions unrelated to the meeting agenda could be asked on Agenda 8: To consider on other matters (if any)

During the meeting, any attendee who had problems using the system was able to contact the administrator until the meeting ended via Call Center number 02-079-1811.

After the clarification, Mr. Trairat Jarutat, Asst. Prof., the Chairman of the Board of Directors (the “Chairman”), presided over the Meeting and gave the opening statements of the 2023 Annual General Meeting of Shareholders as well as welcomed the shareholders attending the Meeting. The Chairman invited Ms. Pissamon Supap, the MC, to facilitate the Meeting and clarify the details of each agenda.

Agenda 1

To consider certifying the Minutes of the 2022 Annual General Meeting of Shareholders

The Chairman requested the Meeting to consider certifying the Minutes of the Annual General Meeting of Shareholders for the year 2022, which was held on April 27, 2022. Copies of the Minutes had already been sent to the shareholders with the invitation letter.

As there were no amendments or further questions proposed by the shareholders, the Chairman asked the Meeting to vote on the approval of the Minutes.

Required votes for approval

Majority votes of the shareholders who attend the meeting and cast their votes.

Resolution

The Meeting considered and approved to certify the Minutes of the 2022 Annual General Meeting of Shareholders for the year 2022, with unanimous votes of the shareholders/proxies present and voting. The Meeting resolved as follows:

Agreed	978,225,795	votes	equivalent to	100.0000%
Disagreed	0	votes	equivalent to	0.0000%
Abstained	0	votes	equivalent to	0.0000%
Total	978,225,795	votes	equivalent to	100.0000%

Agenda 2

To consider and acknowledge the Company's operating results for the fiscal year 2022

The Chairman proposed the Meeting to consider and acknowledge the Company's operating results for the year 2022 and informed that the Board of Directors (the “Board”) had provided an annual report, as detailed in the 2022 Annual Report (Form 56-1 One Report), which was delivered to the shareholders together with the invitation prior to the Meeting. The Company's operating results summarized as follows:

- **Presales:** The Company reported a total presales value for the year 2022 at the amount of THB 4,694 million, an increase of THB 244 million (+5% YoY) from THB 4,450 million in the year 2021.

- **Transfer:** The Company reported a total transfer value for the year 2022 at the amount of THB 2,591 million, an increase of THB 439 million (+20% YoY) from THB 2,152 million in the year 2021.
- **Gross Profit:** The gross profit in 2022 was THB 959 million, an increase of THB 154 million (+19% YoY) from THB 805 million in the year 2021.
- **SG&A:** The total selling and administrative expenses in 2022 were THB 499 million, an increase of THB 43 million (+10% YoY) from THB 456 million in the year 2021, according to the increasing number of employees, higher utility expenses, and increased in general administrative expenses.
- **Net Profit:** The Company reported a net profit of the year 2022 at the amount of THB 349 million, an increase of THB 97 million (+39% YoY) from THB 252 million in the year 2021.
- D/E Ratio 0.64 times, increased from 0.51 times in 2021.
- ROA 9%, increased from 8.3% in 2021.
- ROE 10.8%, increased from 9.1% in 2021.
- In 2022, The Company was able to achieve presales of THB 4,694 million, **exceeding the presales target of THB 4,600 million**, representing a 102.04% goal achievement. For the year 2023, the Company has set a presales target of THB 5,500 million.
- In 2022, The Company was able to achieve transfer of THB 2,591 million, **exceeding the transfer target of THB 2,500 million**, representing a 103.64% goal achievement. For the year 2023, the Company has set a transfer target of THB 3,200 million.
- 6 new projects in the year 2023, an estimated value of THB 4,900 MB, namely Tiwa 2, Townee Sukhumvit-Srinakarin, and other 4 projects.

The MC briefly explained regarding the progress of the participation in the Thailand's Private Sector Collective Action Coalition Against Corruption ("CAC") that the Company has declared the determination to be part of the CAC.

The Company realizes and gives high precedence to the Collective Action Coalition of the CAC. Not only strictly abided by the policy on corruption since 2006 and has continued to strengthen, but the Company has also encouraged and fostered employees of all levels to have an anti-corruption sense in all aspects. Additionally, a spirit of responsibility has been nurtured among employees to perform their duty with integrity, ethics, and morale, which will lead to sustainable growth. The Board of Directors has determined the Anti-Corruption and Prevention Policy together with the Code of Business Conduct to which employees of all levels must strictly oblige.

Furthermore, the Company has allocated a complaint channel with the corresponding procedures that are timely and fair. Employees are expected to cooperate in the monitoring of operations according to the Good Governance Principle and Code of Business Conduct.

In 2022, no complaint or whistleblowing was made on any case against corruption, corporate governance, and business ethics. No issue or misconduct involving the prosecution of corruption in any sort was directly or indirectly made.

Moreover, the Anti-Corruption Policy has been disclosed to the shareholders and general public via the Company's website and the 2022 Annual Report (Form 56-1 One Report).

The Chairman asked if any shareholder would like to ask a question or make a comment on the Company's business results in 2022. As there were no shareholder to propose amendments or further questioning, the Meeting duly acknowledged the Company's business results in 2022.

Agenda 3

To consider and approve the Financial Statements for the year 2022 ended December 31, 2022

The Chairman proposed the Meeting to consider and prepare the annual financial statements at the end of the Company's fiscal year, as at December 31, 2022, consisted of the Statement of Financial Position and the Statement of Comprehensive Income, which had been certified by the auditor and reviewed by the Board. The details attached with the invitation letter prior to the Meeting. The followings were a summary:

The Statements of Financial Position

Assets As of December 31, 2022, the Company and its subsidiaries had total assets of THB 5,109.18 million, increased by THB 776.89 million (+17.93% YoY) from total assets as of December 31, 2021, due to the increase of project development.

Liabilities As of December 31, 2022, the Company and its subsidiaries had total liabilities of THB 1,988.77 million, increased by THB 533.27 million (+36.64% YoY) from total liabilities as of December 31, 2021. This was a result of increasing loans from financial institutions, issuing debentures, and increasing account payables.

Shareholders' Equity The Company's shareholders' equity as of December 31, 2022, was THB 3,120.42 million, increased by THB 243.62 million (+8.47% YoY) from shareholder's equity as of December 31, 2021, proportionate to the growing business earnings.

The Statements of Comprehensive Income

In 2022, the Company and its subsidiaries had a total revenue of THB 2,648.15 million, an increase of THB 107.68 million (+4.24% YoY) from the year 2021. The primary source of income was sales revenue of THB 2,590.91 million, an increase of THB 87.26

million (+3.49% YoY) from 2021, as a result of the launch of new projects in accordance with the business plan and the development of products that meet the needs of customers effectively, along with an enhanced overall picture of the industry and the economy.

The Company and its subsidiaries had a cost of sales at the amount of THB 1,631.96 million, a decrease of THB 66.97 million (-3.94% YoY) from the year 2021, contrary to the increase in revenue due to the company can control cost of sales more efficiently. The ratio of the cost of sales compared to revenue from sales decreased from 67.86% in the year 2021 to 62.99% at the end of 2022.

The Company and its subsidiaries reported a net profit of THB 349.38 million, an increase of THB 97.45 million (+38.68 % YoY) from a net profit of THB 251.93 million in the year 2021. Net profit margin increased from 9.92% in the year 2021 to 13.19% in the year 2022.

According to the resolution of the 2021 Annual General Meeting of Shareholders, the issuance and offering of debentures has been approved for the amount of not more than THB 1,000 million. Currently, the Company has already issued debentures two (2) times with details as follows:

- No.1: From the resolution of Board No.3/2021, held on May 14, 2021, approved the issuance and offering of debentures No.1/2021 in the amount of THB 150 million. The debentures were offered for sale to a limited number of not more than ten (10) investors (PP 10), with a term of debentures three (3) years from the issuing date, a fixed rate of interest at 4.85% per annum, due in 2024.
- No.2: From the resolution of Board No.6/2022, held on December 14, 2022, approved the issuance and offering of debentures No.1/2023 in the amount of THB 300 million. The debentures were offered to institutional investors, ultra-high net worth investors, and high net worth investors, with a term of debentures two (2) years from the issuing date, a fixed rate of interest at 6.00% per annum, due in 2024.
- As a result, at present, the approved issuance and offering of debentures amounting to THB 1,000 million has remained at THB 550 million.

The Chairman asked if any shareholder would like to ask a question. As there were no shareholder to propose amendments or further questioning, the Chairman proposed that the shareholders vote to appropriate financial statements mentioned above.

Required votes for approval

Majority votes of the shareholders who attend the meeting and cast their votes.

Resolution

The Meeting considered and approved the financial statements for the year ended December 31, 2022, with unanimous votes of the shareholders/proxies present and voting. The Meeting resolved as follows:

Agreed	978,225,895	votes	equivalent to	100.0000%
Disagreed	0	votes	equivalent to	0.0000%
Abstained	0	votes	equivalent to	0.0000%
Total	978,225,895	votes	equivalent to	100.0000%

Agenda 4

To consider and approve the allocation of profit from the operating results of the fiscal year 2022 and dividend payment

The Chairman proposed the Meeting to consider and approve the allocation of profit from the operating results of the fiscal year 2022 and dividend payment, with the following details:

According to Section 116 of the Public Limited Companies Act, B.E. 2535 (1992) and Article 51 of the Company's Articles of Association, the Company shall allocate part of its annual net profit as capital reserve of not less than 5% of the annual net profit after deduction of the accumulated losses brought forward amount (if any) until the amount of this capital reserve is not less than 10% of the registered capital, unless the Company's Articles of Association or other laws require more capital reserve.

Based on the financial statements for the year 2022, the Company had a net profit of THB 361,763,434.33. Therefore, the Board deemed it has been appropriate to propose to the shareholders to consider and approve the legal reserve allocation for the year 2022 in the amount of THB 18,140,000.00. In this regard, the Company's legal reserve is equal to THB 113,200,000.00 or 9.09% of the Company's registered capital (The Company's paid-up share capital is THB 1,245,283,691.00)

Furthermore, the Company has determined the policy for dividend payout which will be paid at a rate of not less than 40% of net profit of the consolidated financial statements after deduction of corporate income tax and allocation to legal reserve; however the dividend payout should be based on various factors such as performance, financial position, liquidity, business expansion plan, and other matters related to the management of the Company under the condition that the operation must be beneficial to the Company as well as to its shareholders. From the performance in the past year 2022, the Company's consolidated financial statements showed a net profit of THB 349,382,135.18.

Therefore, the Board deemed it has been appropriate to propose to the shareholders to consider and approve the dividend payment for the business performance of the year 2022 to be paid to the shareholders at the rate of THB 0.110 per share. Shareholders entitled to receive dividend were determined to be recorded on March 10, 2023 (Record Date), and the dividend payment was determined to be paid on May 18, 2023.

The Chairman asked if any shareholder would like to ask a question. As there were no shareholder to propose amendments or further questioning, the Chairman proposed that the shareholders vote to approve the allocation of profit from the operating results of the fiscal year 2022 and dividend payment.

Required votes for approval

Majority votes of the shareholders who attend the meeting and cast their votes.

Resolution

The Meeting considered and approved the allocation of profit from the operating results of the fiscal year 2022 and dividend payment, with unanimous votes of the shareholders/proxies present and voting. The Meeting resolved as follows:

Agreed	978,225,895	votes	equivalent to	100.0000%
Disagreed	0	votes	equivalent to	0.0000%
Abstained	0	votes	equivalent to	0.0000%
Total	978,225,895	votes	equivalent to	100.0000%

Agenda 5

To consider and approve the election of the directors in replacement of those whose term was due for retirement by rotation

The Chairman informed the Meeting that the Public Limited Companies Act B.E. 2535 (1992) and Article 18 of the Company's Articles of Association has stipulated that at every Annual General Shareholders' Meeting, one-third (1/3) of the directors shall retire from office. If the number of directors is not a multiple of three (3), then the number nearest to one-third (1/3) shall retire from office. There must be a drawing by lots to determine the directors retiring on the first and second years following the registration of the Company. In each subsequent year, the directors who occupy the position for the longest period shall retire.

In the 2023 Annual General Meeting of Shareholders, the directors whose terms expire were as follows:

1. Mr. Piboon Limpraphat, Ph.D. Director, Independent Director, Chairman of the Audit Committee, Chairman of the Nomination and

- | | |
|--------------------------------|--|
| | Remuneration and CG Committee |
| 2. Mr. Somchao Tanthathoedtham | Director, Member of the Nomination and Remuneration and CG Committee, Chairman of the Executive Committee, Chief Executive Officer |
| 3. Mr. Vikrom Sriprataks | Director, Independent Director, Member of the Audit Committee, Member of the Nomination and Remuneration and CG Committee |

The Board, with the approval of the Nomination and Remuneration and CG Committee (the “NRC”), has considered the qualifications and performance of such directors individually. These three (3) directors were suitable in terms of knowledge, ability, experience and expertise in a specific field, and possessed full qualifications as a director and independent director in accordance with the criteria set by the Company and those stipulated in relevant laws. Also, the directors were full of skills that were beneficial to the operations of the Company as well.

As such, the NRC deemed it has been appropriate to submit the names of the three (3) nominees to the Company’s Board of Directors which is then to be proposed to the 2023 Annual General Meeting of Shareholders to re-elect the directors for another term.

Required votes for approval

Majority votes of the shareholders who attend the meeting and cast their votes.

The Chairman proposed the Meeting to vote for the three (3) directors individually, the details were as follows:

The first: Mr. Piboon Limpraphat, Ph.D.	Director, Independent Director, Chairman of the Audit Committee, Chairman of the Nomination and Remuneration and CG Committee
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Resolution

The Meeting considered and approved the election of Mr. Piboon Limpraphat, Ph.D. as Independent Director and the Subcommittee, with majority votes of the shareholders/proxies present and voting. The Meeting resolved as follows:

Agreed	976,297,895	votes	equivalent to	99.8029%
Disagreed	1,928,000	votes	equivalent to	0.1971%
Abstained	0	votes	equivalent to	0.0000%
Total	978,225,895	votes	equivalent to	100.0000%

The second: Mr. Somchao Tanthathoedtham Director, Member of the Nomination and Remuneration and CG Committee, Chairman of the Executive Committee, Chief Executive Officer

Resolution

The Meeting considered and approved the election of Mr. Somchao Tanthathoedtham as Executive Director and the Subcommittee, with majority votes of the shareholders/proxies present and voting. The Meeting resolved as follows:

Agreed	976,297,895	votes	equivalent to	99.8029%
Disagreed	1,928,000	votes	equivalent to	0.1971%
Abstained	0	votes	equivalent to	0.0000%
Total	978,225,895	votes	equivalent to	100.0000%

The third: Mr. Vikrom Sriprataks Director, Independent Director, Member of the Audit Committee, Member of the Nomination and Remuneration and CG Committee

Resolution

The Meeting considered and approved the election of Mr. Vikrom Sriprataks as Independent Director and the Subcommittee, with majority votes of the shareholders/proxies present and voting. The Meeting resolved as follows:

Agreed	976,297,370	votes	equivalent to	99.8029%
Disagreed	1,928,525	votes	equivalent to	0.1971%
Abstained	0	votes	equivalent to	0.0000%
Total	978,225,895	votes	equivalent to	100.0000%

Agenda 6

To consider and approve the directors’ remuneration for the year 2023

The Chairman informed the Meeting that the NRC has considered the criteria of remuneration for directors and agreed on the criteria corresponding to the responsibilities of members of the Board. The rate of remuneration for directors was close to the overall average of the industry and was reasonable to maintain qualified Board members as required by the Company. The NRC deemed it has been appropriate to submit to the Company’s Board of Directors which is then to be proposed to the 2023 Annual General Meeting of Shareholders to approve the directors’

remuneration for the year 2023 at the same rate as the previous year and to approve bonus for the directors who served the Company in the year 2022 with the following details:

6.1 Meeting allowance and annual remuneration

6.1.1 Meeting allowance for the Board of Director

- Chairman THB 50,000/meeting
- Member THB 20,000/meeting

6.1.2 Annual remuneration for the Board of Director

- Chairman THB 440,000/person/year
- Member -None-

6.1.3 Meeting allowance for the Audit Committee

- Chairman THB 30,000/meeting
- Member THB 20,000/meeting

6.1.4 Annual remuneration for the Audit Committee

- Chairman THB 200,000/person/year
- Member THB 200,000/person/year

6.1.5 Meeting allowance for the Nomination and Remuneration and CG Committee

- Chairman THB 30,000/meeting
- Member THB 20,000/meeting

6.2 Bonus

Request for approval of bonus for the directors who served the Company in the year 2022 (Paid in the year 2023) not exceeding THB 680,000. The bonus shall equally allocate to the Company's Directors depending on the day of services while the Executive Director of the Company shall not receive the director's bonus.

The director's bonus shall be paid after it has been approved by the Annual General Meeting of Shareholders, with the allocation of the amount and payment method according to the resolution of the Board of Directors.

6.3 Other remuneration -None-

The Chairman asked if any shareholder would like to ask a question. As there were no shareholder to propose amendments or further questioning, the Chairman proposed that the shareholders vote to approve the directors' remuneration for the year 2023 and approve bonus for the directors who served the Company in the year 2022.

Required votes for approval

No less than two-thirds (2/3) of the shareholders who attend the meeting and cast their votes.

Resolution

The Meeting considered and approved the directors' remuneration for the year 2023 and bonus for the directors who served the Company in the year 2022, with unanimous votes of the shareholders/proxies present and voting. The Meeting resolved as follows:

Agreed	983,127,495	votes	equivalent to	100.0000%
Disagreed	0	votes	equivalent to	0.0000%
Abstained	0	votes	equivalent to	0.0000%
Total	983,127,495	votes	equivalent to	100.0000%

Agenda 7

To consider and approve the appointment of the auditor for the Financial Statements year 2023 and determination of the remuneration

The Chairman informed the Meeting that the Board considered and deemed it has been appropriate to propose to the Meeting to consider and approve the appointment of the auditor under Dharmniti Auditing Company Limited to be the Company's auditor for the year 2023, name list of auditors as follows:

1. Miss Nitinee Kittikunapong CPA Registration No. 8843
(Signed the Financial Statement of the Company for the year 2022) or
2. Miss Chotima Kitsirakorn CPA Registration No. 7318
(Signed the Financial Statement of the Company for the year 2020-2021) or
3. Miss Wannisa Ngambuathong CPA Registration No. 6838
(Never signed the Financial Statement of the Company) or
4. Miss Chutinant Kopraserthaworn CPA Registration No. 9201
(Never signed the Financial Statement of the Company) or
5. Miss Soraya Tintasuwan CPA Registration No. 8658
(Never signed the Financial Statement of the Company)

The Chairman then proposed to the Meeting to approve the audit fees by determining the auditor's remuneration for the year 2023 in the amount of THB 1,640,000, increased from the previous year, excluding other expenses.

The Chairman asked if any shareholder would like to ask a question. As there were no shareholder to propose amendments or further questioning, the Chairman proposed that the

shareholders vote to approve the appointment of the auditor for the Financial Statements year 2023 and determination of the remuneration.

Required votes for approval

Majority votes of the shareholders who attend the meeting and cast their votes.

Resolution

The Meeting considered and approved the appointment of the auditor for the Financial Statements year 2023 and determination of the remuneration, with unanimous votes of the shareholders/proxies present and voting. The Meeting resolved as follows:

Agreed	983,127,495	votes	equivalent to	100.0000%
Disagreed	0	votes	equivalent to	0.0000%
Abstained	0	votes	equivalent to	0.0000%
Total	983,127,495	votes	equivalent to	100.0000%

Agenda 8

To consider on other matters (if any)

The Chairman asked if any shareholder would like to ask a question and/or make any comments. A shareholder (who did not wish to reveal the name) inquired by typing a message as follows:

1. What has been the Company's presales trend over the first quarter of the year 2023?
And what are the Company's sales and transfer goals for the entire fiscal year 2023?
2. What is the Company's view on REIC information indicating that the trend for low-rise house sales is dropping in comparison to high-rise sales?

Mr. Somnuek Tanthathoedtham, Managing Director, clarified that:


1. The overall property industry has a better trajectory and sends a better signal in the first quarter of 2023. The majority of the Company's goods are low-rise housing, yet they are nonetheless performing well. As expected, sales are still ongoing. The sales and transfer targets are projected to be achieved.
2. Overall, high-rise housing faced problems since the early stages of the COVID-19 outbreak, while low-rise housing had a slight decline in the early stages of the pandemic but gradually got better. Consumers are increasingly interested in low-rise housing, therefore it tends to grow significantly. Low-rise housing will continue to grow quite well this year and the Company definitely ensure to go according to plan.

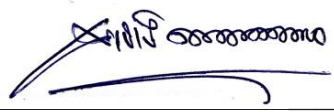
The Chairman further clarified that the Company's business development department has planned to closely monitor the business and that the Company has expanded the project to locations with high customer interest, resulting in satisfactory presales and transfers.


During the meeting, there were three (3) additional shareholders attending the meeting, resulting in shareholders attending the Meeting either in person or by proxy totaling 40 persons. The total number of shares was 983,127,495 shares, equaling 78.9481% of the total number of the Company's sold shares of 1,245,283,691 shares.

As there were no shareholder to propose amendments or further questioning, the Chairman thanked all shareholders for dedicating valuable time to attend the Meeting and thanked for their cooperation and support, then, declared the Meeting closed.

The Meeting adjourned at 15.00 hours.

Signature  Chairman
(Mr. Trairat Jarutat, Assoc. Prof.)

Minutes Approved by 
(Mr. Somchao Tanthathoedtham)

Minutes Recorder by 
(Miss. Porn Tippa Cheewaruangroj)

Profile of the Persons Nominated for the Election of Director
in Replacement of those to be Retired by Rotation

Name-Surname	: Mr. Trirat Jarutach (Assoc. Prof.)
Proposed position	: Chairman and Independent Director
Current Position	: Chairman and Independent Director
Date of Birth	: May 13, 1962
Age	: 61 years
Nationality	: Thai
Education	: <ul style="list-style-type: none"> • Master of Housing and Real Estate Development, Faculty of Architecture, Chulalongkorn University • Bachelor of Architecture, Faculty of Architecture, Chulalongkorn University
Director training courses with Thai Institute of Directors (IOD)	: <ul style="list-style-type: none"> • Director Accreditation Program (DAP) 157/2562 • Director Certification Program (DCP) 272/2562
Date of appointment as a director	: April 27, 2019
No. of years in position	: 6 years / 3 terms
Possession of NCH shares ¹ (As of December 31,2023)	: None
Legal Dispute	: None
Positions held in other listed companies:	: None
Positions held in non-listed companies:	: None
Positions held in a competing business/ related business that may cause conflict of interest	: None
Work Experience	: <ul style="list-style-type: none"> • Apr. 2019 – Present Chairman and Independent Director/ N.C. Housing Plc. / Property Development • 2019 – Present Head of Excellent Center in Universal Design/ Chulalongkorn University / Educational Institution • 1998 – Present Lecturer, Department of Housing Faculty of Architecture/



Chulalongkorn University / Educational Institution

- 2014 - 2020

Director/

Universal Design Center (Thailand) Co., Ltd /

Design of residential building construction.

- 2005 - 2019

Head of Environment Research Unit that is suitable
for the elderly and the disabled/

Chulalongkorn University / Educational Institution

Meeting Attendance in 2023 : • Board of Director 7/7 times

The Independence of Directors (with reference to the basis of the NCH rule)² : Independent director

Remark:

1. The number of NCH shares held includes related persons as defined in 258 Act, namely spouse, minor children, and juristic person holding over 30% of shares.
2. Definitions of the independent directors of NCH as stated in Enclosure 5.

Profile of the Persons Nominated for the Election of Director
in Replacement of those to be Retired by Rotation

Name-Surname	: Mr. Somnuek Tanthathoedtham
Proposed position	: Executive Director and Managing Director
Current Position	: Executive Directors, Executive Committee and Managing Director (Authorized Director)
Date of Birth	: May 6, 1968
Age	: 55 years
Nationality	: Thai
Education	: <ul style="list-style-type: none"> • Master of Management (SASIN), Chulalongkorn University, 2005 • Bachelor of Engineering (Systems), University of Pennsylvania, Philadelphia, 1992 • Bachelor of Science (Wharton School), Finance and Management University of Pennsylvania, Philadelphia, 1992 • Real Estate Management Chulalongkorn University, 1993 • Regional Planning for Executive (1/2008) • Professional Development Program for Corporate manager : Condominium / Project Village (1/2010) • Thailand and ASEAN Economics Community (AEC) Class 4 of King Prajadhipok's Institute 2014 • Thammasat Leadership Program (TLP) # 5 of Thammasat University 2014 • RE-CU Hotel Investment and Marketing # 5 of Chulalongkorn University 2014 • RE-CU CEO PREMIUM IN MODERN REAL-ESTATE BUSINESS # 2 of Chulalongkorn University 2016 • Advanced Management Program Medical University (1st Class,2018), Faculty of Medicine, Chulabhorn Thammasat University • Advanced Security Management Program (ASMP



	<p>#10) Security Management Foundation, National Defence College of Thailand 2019.</p> <ul style="list-style-type: none"> • Thai-Chinese Leadership Studies (TCL) #3, 2020 • National Director Conference 2021 Course: Leadership Behind Closed Door • Wellness & Healthcare Business Opportunity Program for Executives # 2, 2022 (WHB, Class 2)
Director training courses with Thai Institute of Directors (IOD)	<ul style="list-style-type: none"> • Director Accreditation Program (DAP) 8/2004 • Director Certification Program (DCP) 90/2007
Date of appointment as a director	: November 27, 2003
No. of years in position	: 21 years / 8 terms
Possession of NCH shares ¹ (As of December 31,2023)	: 2.38%
Legal Dispute	: None
Positions held in other listed companies:	: None
Positions held in non-listed companies:	<ul style="list-style-type: none"> • N.C. Property Management Co., Ltd. • Quality Living Management Co., Ltd. • Siri Arun Wellness Co., Ltd.
Positions held in a competing business/ related business that may cause conflict of interest	: None
Work Experience	<ul style="list-style-type: none"> • 2020 – Present Director and Managing Director/ Quality Living Management Co., Ltd. / Community Management to housing residential and Condominium • 2019 – Present Director/ Siri Arun Wellness Co., Ltd. / Intermediate care and wellness • 2018 – Present Director, Executive Directors, and Managing Director/ N.C. Housing Plc. / Property Development • 1998 – Present


	Director, Managing Director/ N.C. Property Management Co., Ltd. / Project Management
Meeting Attendance in 2023	: ● Board of Director 7/7 times
The Independence of Directors (with reference to the basis of the NCH rule) ²	: Non-independent director as being an executive and major shareholder of NCH

Remark:

1. The number of NCH shares held includes related persons as defined in 258 Act, namely spouse, minor children, and juristic person holding over 30% of shares.
2. Definitions of the independent directors of NCH as stated in Enclosure 5.
3. Reason for proposing to the Annual General Meeting of Shareholders to re-elect an independent director, who has been director for more than nine years:

The Board of Directors agreed with the Nomination Committee As recommendation that the Director was qualified to be a director in accordance with related laws. He is well- known and highly regarded for his extensive knowledge and experience in real estate and financial institutions, which is so important for business of the company. During his term, the Director always provided insightful comments and valuable suggestions which benefited the Company. In this regard, the Board of Directors would like to propose to the Annual General Meeting of Shareholders that director is retained as a director for another term.

Details of the Independent Directors proposed as a Proxy for Shareholders

Name	: Mr. Piboon Limpraphat, Ph.D.	
Current Position	: Director, Independent Director, Chairman of the Audit Committee, and Chairman of the Nomination, Remuneration and Corporate Governance Committee	
Date of Birth	: July 21,1940	
Age	: 83 years	
Nationality	: Thai	
Address	: 89/42 Moo.2, Kwaeng Saensaeb,Khet Minburi, Bangkok, 10510	
Education	: <ul style="list-style-type: none"> ● Ph.D. University of Illinois ● M.A. (Econ), University of Philippines ● Bachelor of Economic, Thammasat University 	
Director Training Courses with Thai Institute of Directors (IOD)	: <ul style="list-style-type: none"> ● Audit Committee Program (ACP) 1/2004 ● Board & CEO Assessment 2/2003 ● Director Certification Program (DCP) 19/2002 ● The Role of the Chairman Program (RCP) 3/2001 	
No. of years in position	: 17 years / 7 terms	
Possession of NCH shares ¹ (As of December 31,2023)	: None	
Legal Dispute	: No legal dispute in the past 10 years	
Work Experience	: <ul style="list-style-type: none"> ● 2018 – Present Director, Independent Director, Chairman of the Audit Committee, and Chairman of the Nomination, Remuneration and Corporate Governance Committee/ N.C. Housing Plc. / Property Development 	

-
- 2004 – Present
Independent Director, Chairman of the Audit Committee, Chairman of the Remuneration Committee, and Chairman of the Nomination Committee/
Ladprao General Hospital Plc. / Medical
 - 2007 – April 2021
Chairman/
Chu Kai Plc. / Sell, repair service for cranes and provide rental service

Meeting Attendance in 2023 : • Board of Director 7/7 times
• Audit Committee 4/4 times
• Nomination, Remuneration and Corporate Governance Committee 2/2 times

Conflicts of interest for any agenda : None

Details of the Independent Directors proposed as a Proxy for Shareholders

Name	: Mr. Vichan Amornrojanavong
Current Position	: Director, Independent Director, Member of the Audit Committee, and Member of the Nomination, Remuneration and Corporate Governance Committee
Date of Birth	: June, 27 1951
Age	: 72 years
Nationality	: Thai
Address	: 98 Soi Piboonsongkram 22 Yeak 4, Moo 10, Talat Khwan, Muang Notaburi, Nonthaburi, 11000
Education	: <ul style="list-style-type: none">• Master Degree of Business Administration, Thammasat University• Bachelor of Laws Program, Thammasat University• Bachelor of Accounting, Chulalongkorn University
Director Training Courses with Thai Institute of Directors (IOD)	: Director Certification Program (DCP) 17/2002
No. of years in position	: 6 years / 2 terms
Possession of NCH shares ¹ (As of December 31,2023)	: None
Legal Dispute	: No legal dispute in the past 10 years
Work Experience	: <ul style="list-style-type: none">• Apr. 2019 – Present Director, Independent Director, Member of the Audit Committee, Member of the Nomination, Remuneration, and Corporate Governance Committee/ N.C. Housing Plc. / Property Development• Oct. 2021 – Present Director, Member of the Executive Committee, Member of the Corporate Governance and Sustainability Development/ KCG Corporation Plc. / Import, manufacture, and distribution of food products• Aug. 2015 – Present



Member of the Executive Committee/
Bangkok Commercial Asset Management Plc./
Non-performing asset management

Meeting Attendance in 2023 : • Board of Director 6/7 times
• Audit Committee 4/4 times
• Nomination, Remuneration and Corporate
Governance Committee 2/2 times

Conflicts of interest for any agenda : None

Details of the Independent Directors proposed as a Proxy for Shareholders

Name	:	Mr. Vorakan Dhepchalerm
Current Position	:	Director, Independent Director, Member of the Audit Committee, and Member of the Nomination, Remuneration and Corporate Governance Committee
Date of Birth	:	Feb 11, 1957
Age	:	66 years
Nationality	:	Thai
Address	:	30 Soi Sailom 2, Phaholyothin road, Phayathai, Bangkok 10400
Education	:	<ul style="list-style-type: none">• Master Degree of Business Administration (Finance), University of Scranton, Pennsylvania, U.S.A.• Bachelor Degree of Business Administration (Finance), Assumption University
Director Training Courses with Thai Institute of Directors (IOD)	:	None
No. of years in position	:	6 years / 2 terms
Possession of NCH shares ¹ (As of December 31,2023)	:	None
Legal Dispute	:	No legal dispute in the past 10 years
Work Experience	:	<ul style="list-style-type: none">• Apr. 2019 – Present Director, Independent Director, Member of the Audit Committee, Member of the Nomination, Remuneration, and Corporate Governance Committee/ N.C. Housing Plc. / Property Development
Meeting Attendance in 2023	:	<ul style="list-style-type: none">• Board of Director 7/7 times• Audit Committee 4/4 times• Nomination, Remuneration and Corporate Governance Committee 2/2 times
Conflicts of interest for any agenda	:	None



Details of the Independent Directors proposed as a Proxy for Shareholders

Name	: Mr. Vikrom Sriprataks
Current Position	: Director, Independent Director, Member of the Audit Committee, and Member of the Nomination, Remuneration and Corporate Governance Committee
Date of Birth	: April 6, 1952
Age	: 71 years
Nationality	: Thai
Address	: 107/10 Soi Ladprao 37, Chankasem, Chatuchak, Bangkok 10900
Education	: <ul style="list-style-type: none">• Executive Program, The Wharton School of the University of Pennsylvania, U.S.A• Master of Business Administration, Thammasat University• Bachelor of Engineering, Chulalongkorn University
Director Training Courses with Thai Institute of Directors (IOD)	: Director Certification Program (DCP) 104/2009
No. of years in position	: 5 years / 2 terms
Possession of NCH shares¹ (As of December 31,2023)	: None
Legal Dispute	: No legal dispute in the past 10 years
Work Experience	: <ul style="list-style-type: none">• Feb. 2022 – Present Director, Independent Director, Member of the Audit Committee, Member of the Nomination, Remuneration, and Corporate Governance Committee/ N.C. Housing Plc. / Property Development• 2014 – Present Associate Judge (Class 10, 13) / Central Intellectual Property and International Trade Court / Court of justice• May. 2021 – Jan. 2022



Independent Director and Member of the Audit Committee/

N.C. Housing Plc. / Property Development

- Jul. 2020 – May. 2021

Independent Director/

N.C. Housing Plc. / Property Development

Meeting Attendance in 2023

- :
- Board of Director 7/7 times
 - Audit Committee 4/4 times
 - Nomination, Remuneration and Corporate Governance Committee 2/2 times
-

Conflicts of interest for any agenda

: None

Definition of Independent Director* of N.C. Housing Public Company Limited

Each independent director shall comply with the following rules:

- (a) holding shares not exceeding one per cent of the total number of shares with voting rights of the applicant, its parent company, subsidiary company, associate company, major shareholder or controlling person, including shares held by related persons of such independent director;
- (b) neither being nor used to be an executive director, employee, staff, advisor who receives salary, or controlling person of the applicant, its parent company, subsidiary company, associate company, same-level subsidiary company, major shareholder or controlling person, unless the foregoing status has ended not less than two years prior to the date of filing an application with the Office. Such prohibited characteristic shall not include the case where the independent director used to be a government official or advisor of a government unit which is a major shareholder or controlling person of the applicant;
- (c) not being a person related by blood or legal registration as father, mother, spouse, sibling, and child, including spouse of child, executive, major shareholder, controlling person, or person to be nominated as executive or controlling person of the applicant or its subsidiary company;
- (d) neither having nor used to have a business relationship with the applicant, its parent company, subsidiary company, associate company, major shareholder or controlling person, in the manner which may interfere with his independent judgment, and neither being nor used to be a significant shareholder or controlling person of any person having a business relationship with the applicant, its parent company, subsidiary company, associate company, major shareholder or controlling person, unless the foregoing relationship has ended not less than two years prior to the date of filing an application with the Office.

The term 'business relationship' under the first paragraph shall include any normal business transaction, rental or lease of immovable property, transaction relating to assets or services or granting or receipt of financial assistance through receiving or extending loans, guarantee, providing assets as collateral, and any other similar actions, which result in the applicant or his counterparty being subject to indebtedness payable to the other party in the amount of three percent or more of the net tangible assets of the applicant or twenty million baht or more, whichever is lower. The amount of such indebtedness shall be calculated according to the method for calculation of value of connected transactions under the Notification of the Capital Market Supervisory Board governing rules on connected

transactions mutatis mutandis. The consideration of such indebtedness shall include indebtedness occurred during the period of one year prior to the date on which the business relationship with the person commences;

- (e) neither being nor used to be an auditor of the applicant, its parent company, subsidiary company, associate company, major shareholder or controlling person, and not being a significant shareholder, controlling person, or partner of an audit firm which employs auditors of the applicant, its parent company, subsidiary company, associate company, major shareholder or controlling person, unless the foregoing relationship has ended not less than two years prior to the date of filing an application with the Office;
- (f) neither being nor used to be a provider of any professional services including those as legal advisor or financial advisor who receives service fees exceeding two million baht per year from the applicant, its parent company, subsidiary company, associate company, major shareholder or controlling person, and not being a significant shareholder, controlling person or partner of the provider of professional services, unless the foregoing relationship has ended not less than two years prior to the date of filing an application with the Office;
- (g) not being a director appointed as representative of directors of the applicant, major shareholder or shareholder who is related to major shareholder;
- (h) not undertaking any business in the same nature and in competition to the business of the applicant or its subsidiary company or not being a significant partner in a partnership or being an executive director, employee, staff, advisor who receives salary or holding shares exceeding one per cent of the total number of shares with voting rights of other company which undertakes business in the same nature and in competition to the business of the applicant or its subsidiary company;
- (i) not having any other characteristics which cause the inability to express independent opinions with regard to the applicant's business operations.

* All qualifications of independent directors of N.C. Housing Public Company Limited are defined in compliance with the regulations of Capital Market Supervisory Board.

Proxy Form B

Shareholder's Registration No.

Written at.....

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

(1) I / We.....Nationality.....
with address at.....Road.....Sub-district.....
District.....Province.....Postal Code.....

(2) Being a shareholder of N.C. Housing Public Company Limited holding shares at the total amount of.....shares and being entitled to vote with the number of.....votes

(3) I / We wish to appoint

.....Age.....Years
with address at.....Road.....Sub-district.....
District.....Province.....Postal Code.....or

Mr. Pi boon Limpraphat, Ph.D. (Independent Director) Age 83 Years
with address at 89/42 Road.....Sub-district Saen Saeb.....
District Minburi Province Bangkok Postal Code 10510.....or

Mr. Vichan Amornrojanavong (Independent Director) Age 72 Years
with address at 98 Road.....Sub-district Talat Khwan.....
District Muang Nontaburi Province Nontaburi Postal Code 11000.....or

Mr. Vorakan Dhepchalerm (Independent Director) Age 66 Years
with address at 30 Road.....Sub-district.....
District Phayathai Province Bangkok Postal Code 10400.....or

Mr. Vikrom Sriprataks (Independent Director) Age 71 Years
with address at 107/10 Road.....Sub-district Chankasem.....
District Chatuchak Province Bangkok Postal Code 10900.....

Any one of them as my/our proxy to attend and vote on my/our behalf at the 2024 Annual General Shareholders' Meeting of N.C. Housing Public Company Limited on Thursday



April 25, 2024 at 14.00 hours via electronic media (E-Meeting) or such other date, time, and place as the Meeting may be adjourned.

(4) I / We authorize my/our proxy to cast the votes on my/our behalf in this meeting as follows:

Agenda 1 To consider certifying the Minutes of the 2023 Annual General Meeting of Shareholders

- (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 To consider and acknowledge the Company's operating results 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 3 To consider and approve the Financial Statements for the year 2023 ended December 31, 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 4 To consider and approve the allocation of profit from the operating results of the fiscal year 2023 and dividend payment

- (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 To consider and approve the election of the directors in replacement of those whose term was due for retirement by rotation.

- (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

1. Mr. Trirat Jarutach (Assoc. Prof.) Chairman and Independent Director

- Approve Disapprove Abstain

2. Mr. Somnuek Tanthathoedtham Executive Director and Managing Director

- Approve Disapprove Abstain

Agenda 6 To consider and approve the directors' remuneration for the year 2024

- (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 7 To consider and approve the appointment of the auditor for the Financial Statements year 2024 and determination of the remuneration

- (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 8 To consider on other matters (if any)

- (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 the intention of the grantor specified in this Proxy Form shall be considered incorrect and shall not be deemed as the actions performed by myself/ourselves as the shareholder.

(6) In case I / We 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/Grantor
(.....)

Signed Proxy/Grantee
(.....)

Signed Proxy/Grantee
(.....)



Signed Proxy/Grantee
(.....)

*****Important*****

In attaching a copy of the identification card of the Grantor and Proxy, which has been duly certified true and correct, please cross out or conceal sensitive data regarding blood type and religion that appears on the identification card (Sensitive Data as stipulated in the Thailand Personal Data Protection Act B.E. 2019) before submitting the document to the Company. If you have not concealed such sensitive data, the Company reserves the right to do so, and it does not constitute the collection of your sensitive data.

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 to be discussed other than the agenda specified above, the additional statement can be specified by the Shareholder/Grantor in the Attachment to Proxy Form B as enclosed.

Attachment to Proxy Form B

Authorization on behalf of the Shareholder of N.C. Housing Public Company Limited

For the 2024 Annual General Shareholders' Meeting of N.C. Housing Public Company Limited on Thursday April 25, 2024 at 14.00 hours via electronic media (E-Meeting) or such other date, time, and place as the Meeting may be adjourned.

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..... Election of Directors (continued).....

To elect directors as a whole

Approve Disapprove Abstain

To elect each director individually

Name of Director.....

Approve Disapprove Abstain

Name of Director.....

Approve Disapprove Abstain



Name of Director.....

Approve Disapprove Abstain

Name of Director.....

Approve Disapprove Abstain

I / We certify that the information contained in this Attachment to Proxy Form B is complete and true in all respects.

Signed Shareholder/Grantor
(.....)

Signed Proxy/Grantee
(.....)

Signed Proxy/Grantee
(.....)

Signed Proxy/Grantee
(.....)

Proxy Form C

This form is used only if the shareholder is an offshore investor who appoints a local custodian in Thailand to keep his/her shares in the custody.

Written at.....

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

- (1) I / We.....Nationality.....
 with address at.....Road.....Sub-district.....
 District.....Province.....Postal Code.....

Acting as the custodian for.....
 Being a shareholder of **N.C. Housing Public Company Limited** holding shares at the total amount of.....shares and being entitled to vote with the number of.....votes

- (2) I / We wish to appoint
-Age.....Years
 with address at.....Road.....Sub-district.....
 District.....Province.....Postal Code.....or
- Mr. Piboon Limpraphat, Ph.D. (Independent Director) Age 83 Years
 with address at 89/42 Road.....Sub-district Saen Saeb.....
 District Minburi Province Bangkok Postal Code 10510 or
- Mr. Vichan Amornrojanavong (Independent Director) Age 72 Years
 with address at 98 Road.....Sub-district Talat Khwan.....
 District Muang Nontaburi Province Nontaburi Postal Code 11000 or
- Mr. Vorakan Dhepchalerm (Independent Director) Age 66 Years
 with address at 30 Road.....Sub-district.....
 District Phayathai Province Bangkok Postal Code 10400 or
- Mr. Vikrom Sriprataks (Independent Director) Age 71 Years
 with address at 107/10 Road.....Sub-district Chankasem.....
 District Chatuchak Province Bangkok Postal Code 10900



Any one of them as my/our proxy to attend and vote on my/our behalf at the 2024 Annual General Shareholders' Meeting of N.C. Housing Public Company Limited on Thursday April 25, 2024 at 14.00 hours via electronic media (E-Meeting) or such other date, time, and place as the Meeting may be adjourned.

(3) I / We authorize my/our proxy to cast the votes on my/our behalf in this meeting as follows:

Agenda 1 To consider certifying the Minutes of the 2023 Annual General Meeting of Shareholders

- (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 To consider and acknowledge the Company's operating results 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 3 To consider and approve the Financial Statements for the year 2023 ended December 31, 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 4 To consider and approve the allocation of profit from the operating results of the fiscal year 2023 and dividend payment

- (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 To consider and approve the election of the directors in replacement of those whose term was due for retirement by rotation.

- (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
 - 1. Mr. Trirat Jarutach (Assoc. Prof.) Chairman and Independent Director
 - Approve Disapprove Abstain

2. Mr. Somnuek Tanthathoedtham Executive Director and Managing Director

Approve Disapprove Abstain

Agenda 6 To consider and approve the directors' remuneration for the year 2024

- (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 7 To consider and approve the appointment of the auditor for the Financial Statements year 2024 and determination of the remuneration

- (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 8 To consider on other matters (if any)

- (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

(4) Vote of the Proxy in any agenda which is not in accordance with the intention of the grantor specified in this Proxy Form shall be considered incorrect and shall not be deemed as the actions performed by myself/ourselves as the shareholder.

(5) In case I / We 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/Grantor
(.....)

Signed Proxy/Grantee
(.....)



Signed Proxy/Grantee
(.....)

Signed Proxy/Grantee
(.....)

*****Important*****

In attaching a copy of the identification card of the Grantor and Proxy, which has been duly certified true and correct, please cross out or conceal sensitive data regarding blood type and religion that appears on the identification card (Sensitive Data as stipulated in the Thailand Personal Data Protection Act B.E. 2019) before submitting the document to the Company. If you have not concealed such sensitive data, the Company reserves the right to do so, and it does not constitute the collection of your sensitive data.

Remarks:

1. The Proxy Form C is used only if the shareholder whose name is in the shareholders' register is an offshore investor who appoints a local custodian in Thailand to keep his/her shares in the custody.
2. The following documents shall be attached with this Proxy Form:
 - (1) Power of Attorney from a shareholder authorizing a custodian to sign the Proxy Form on behalf of the shareholder.
 - (2) Letter certifying that the person signing the Proxy Form is authorized to engage in custodian business.
3. 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.
4. 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.
5. In case there are agenda to be discussed other than the agenda specified above, the additional statement can be specified by the Shareholder/Grantor in the Attachment to Proxy Form C as enclosed.

Attachment to Proxy Form C

Authorization on behalf of the Shareholder of N.C. Housing Public Company Limited

For the 2024 Annual General Shareholders' Meeting of N.C. Housing Public Company Limited on Thursday April 25, 2024 at 14.00 hours via electronic media (E-Meeting) or such other date, time, and place as the Meeting may be adjourned.

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 Election of Directors (continued).....

To elect directors as a whole

Approve Disapprove Abstain

To elect each director individually

Name of Director.....

Approve Disapprove Abstain

Name of Director.....

Approve Disapprove Abstain



Name of Director.....

Approve Disapprove Abstain

Name of Director.....

Approve Disapprove Abstain

I / We certify that the information contained in this Attachment to Proxy Form B is complete and true in all respects.

Signed Shareholder/Grantor
(.....)

Signed Proxy/Grantee
(.....)

Signed Proxy/Grantee
(.....)

Signed Proxy/Grantee
(.....)

Company's Articles of Associations relating to the Shareholders' Meeting

Directors

No. 15 The Company's Board of Directors must constitute at least 5 persons and the group of directors must vote and select one individual to serve as the Company's Chairman. A Vice Chairman may be chosen along with other positions as deemed appropriate by the Board of Directors. At least half of the board members must be of Thai nationality.

No. 16 A person serving as the Company's director does not have to be the Company's shareholder.

No. 17 The election of Directors will be voted at the shareholders' meeting under the following guidelines:

- 1) The number of individual's vote equals to the number of shares s/he is holding.
- 2) Shareholders may vote in whole all shares held to elect one or more persons to serve as a member of the Company's board. However, in case of electing more than one board member partial voting is not allowed.
- 3) Candidates with the most votes in descending order are to be appointed to the Company's Board of Directors in the number positions available. Should there be an equivalent vote count for candidates to fill the last available board seat, the Chairman's decision is the final determinant of the candidate to fill the last position.

No. 18 At least the number closest to one third of the board members must retire at every Annual General Shareholders' Meeting.

For the first 2 years of becoming a publicly listed company, the directors to be retired are to be selected via a random selection process. For succeeding years, board members with the longest tenure are to retire. Those that are retiring can be re-elected to continue serving as the Company's board member.

No. 34 Board member remuneration is to be set and approved by shareholders at the Annual General Shareholders' Meeting.

Members of the Company's Board of Directors are entitled to remuneration in the amount and form as stipulated in the Company's Articles of Association or are approved by shareholders. Such remuneration may be in fixed or as a guideline, which is determined from time to time or such terms are fixed until shareholders approve otherwise. Members of the Board are also entitled to Company benefits as stipulated in the Company's guidelines.

The above clause must not impact employees' and staffs' rights who are selected to become a Board Member in regards to such employee or staff stipend and benefits. Remuneration as stipulated in clause one and two must not violate the legal guidelines set forth in regards to the status of an independent director.

Shareholders' Meetings

No. 35 The venue of the shareholders' meeting shall be held either at the Company's head office, in any nearby province or other locations as the Board of Directors may consider.

No. 36 The Company must hold an Annual General meeting. The Annual General Shareholders' Meeting must be held within four (4) months of the fiscal year-end. Other shareholder meetings are to be referred to as "Extraordinary Shareholders' Meeting".

The Board of Directors to call an extraordinary general meeting at any time, or shareholders holding shares amounting to not less than ten percent of the total number of shares sold may, by subscribing their names, makes a written request to the Board of Directors to call an extraordinary general meeting at any time, but the subjects and reasons for calling such meeting shall be clearly stated in such request. In this regard, the Board of Directors shall proceed to call a meeting of shareholders to be held within forty-five days as from the date of receipt of such request from the shareholders.

In case the Board of Directors does not hold the meeting within the period as prescribed under paragraph two, the shareholders who subscribe this names or other shareholders holding the number of shares as required may call such meeting within forty-five days as from the completion of such period. In this regard, the meeting shall be considered as the shareholders' meeting called by the Board of Directors. The company shall be responsible for necessary expenses arising from such meeting and reasonably provide facilitation.

In case the quorum of the shareholders' meeting called by the shareholders as prescribed under paragraph three is not formed according to Section 38, the shareholders as prescribed under paragraph three shall be collectively responsible to the company for expensed arising from such meeting.

No. 37 The notice of letter of invitation for a shareholders' meeting must clearly state the venue, date, time and issues to be deliberated and applicable information regarding such issues must be sent to shareholders. Each issue must be clearly identified as an issue "just for information," for "approval" or for "consideration" along with the Board's view on such issues. Such documents must be provided to shareholders and the registrar via postal mail seven (7) days prior to the set shareholders' meeting. The announcement of such

shareholder meeting must also be placed in a leading newspaper for 3 consecutive days at least 3 days prior to the meeting.

- No. 38 Attendance of shareholders and proxy holders at each shareholder meeting shall be no less than 25 persons or no less than half of the total number of shareholders and must have an aggregate of at least one third of total outstanding voting shares to qualify as constituting a quorum.

In the event that there is insufficient number of shareholders or votes being represented one hour past the designated shareholder meeting time, if such meeting was called by shareholders, the meeting can be cancelled. However, in the case that such meeting was convened by the Company, the meeting shall be rescheduled and a notice of a letter of invitation is to reach shareholders 7 days prior to the rescheduled meeting date. For such reschedule meeting there is no requirement for a quorum.

- No. 39 Shareholders may appoint a proxy to vote on their behalf. A letter of proxy with the shareholder's signature must be prepared in compliance with the registrar's guidelines. The proxy must be given to either the Chairman of the Board or a designee of the Chairman at the venue of the shareholders' meeting prior to the commencement of such meeting consisting at least of the following items:

- a. The number of shares held by the proxy
- b. Name of the person receiving the proxy (grantee)
- c. Specify the specific meeting for which the grantee is to attend

- No. 40 The shareholders' meeting will consider and vote on issues submitted for shareholder approval in sequence except for a resolution to change the sequence of such issues with a vote of no less than two thirds of all shareholders attending the meeting.

Upon obtaining resolutions for issues proposed for shareholder approval, the combined shareholding of one third of the total outstanding shares can put forth additional issues for the shareholders' meeting for consideration.

In case that the issues put forth for consideration and/or additional issues raised requires additional time to determine resolution, the shareholders' meeting should determine the venue, date, time for the shareholders' meeting to reconvene. Shareholders must receive the necessary documents relating to the pending issue(s) for resolution 7 days prior to the set meeting date. The Company must also make announcements of the date for the shareholders' meeting to reconvene in a newspaper for 3 consecutive days at least 3 days prior to the meeting.

No. 41 The Chairman of the Board is the Chairman of the shareholders' meeting but should the Chairman be absent or is unable to fulfill his/her responsibilities, the Vice Chairman is designated to be the next Chairman of the shareholders' meeting. However, should the Vice Chairman also not be available or is unable to fulfill his/her responsibilities, shareholders can vote on any shareholder present at the shareholders' meeting to be the Chairman of the meeting.

No. 42 Each shareholder has 1 voting right per share held.

In case that a shareholder has conflicts of interest on a particular issue being voted upon, the shareholder does not have the right to vote on that particular issue except in the case of voting for an appointment of a board member.

No. 43 For any issue voted upon at the shareholders' meeting must receive majority vote of vote able shares present at the meeting unless otherwise stated or legal guidelines stipulate differently. As for the following case, a vote of three quarters of the votes present is required.

- a. The sale or the transfer of, in whole or in part, the Company's key businesses to a third party
- b. The purchase or the transfer of other public company's businesses or non-listed businesses into the Company
- c. Contracting, amending or nullifying contracts related to the leasing of Company's key businesses in whole or in part, the enabling of a third party to manage the Company's operations or the entering of a joint venture
- d. Making amendments to the Company's Memorandum or Articles of Association
- e. Raising or reducing the Company's capital
- f. Issuance of corporate debenture
- g. Merger, acquisition or the dissolution of the Company

Dividend and Legal Reserves

No. 48 No dividend payment can be made unless receiving shareholder approval or a resolution by the Board of Directors for an interim dividend payment.

Notice of dividend payment must be made in writing and sent to shareholders. Such notice must also be printed and advertised in a leading newspaper for 3 consecutive days and payment of such dividend must be made within 1 month of the resolution for such disbursement.

No. 49 Upon determining that the Company has earned sufficient profitability, the Board of Directors may make occasional interim dividend payment. Upon payment of such interim dividend, shareholders must be notified at the following shareholders' meeting.

No. 50 Dividend payment shall be equal for all shares except otherwise stipulated for prefer shares.

No. 51 The Company must set aside at least 5% of net profit less any retained loss as legal reserve for the fiscal year until the Company's retained earnings is not less than 10% of its registered capital.

Other than the legal reserves, the Board of Directors may propose for shareholder approval additional reserves if it is deemed to be appropriate in the course of normal operations.

If the Company has any other retained loss, the Company can use other reserves, legal reserves and premium paid on shares (in that sequence) to write-off such retained loss.

Accounting and Financial Auditing

No. 53 The Company's fiscal year begins January 1st and ends December 31st of each year.

No. 54 The Board of Directors must ensure the integrity of the data collection and storage process and the adherence to generally accepted accounting principles

No. 55 The Board of Directors must ensure that a comprehensive balance sheet and profit and loss statement be prepared in a 12 months cycle, which constitutes a fiscal year.

No. 56 The Board of Directors must have the Company's financial auditor(s) prepare the Company's fiscal year-end balance sheet and profit and loss statements to be submitted for shareholder approval at the Annual General Shareholders' Meeting. The financial statements have to be audited by the Company's financial auditor(s) prior to submitting for shareholder approval.

No. 57 The Board of Directors must post mail the following documents to shareholders along with the notice of the letter of invitation to attend the Annual General Shareholders' Meeting.

(1) A copy of the Company's audited financial statements with a copy of the Company's financial auditor's report.

(2) Board of Directors' report and documents supporting such report.

No. 58 The Company's Board of Directors is required to appoint a person to oversee registration of Board attendance, prepare and ensure integrity of the minutes of the Company's Board meetings, shareholder meetings and all resolutions reached at these meetings. These documents are to be kept at the Company's head office or at a facility in a nearby province

and a person must be appointed to be responsible for keeping these documents. However, in storing these documents off site, the registrar must be notified of the storage location.

No. 59 Shareholder approval to appoint the Company's financial auditor must be sought every Annual General Shareholders' Meeting and the outgoing auditor(s) may be re-elected to serve as the Company's financial auditor for another one year term.

No. 60 Shareholders should determine the remuneration for the Company's financial auditor(s).

No. 61 No person employed directly or indirectly by the Company can be selected to be the Company's financial auditor.

No. 62 The Company's financial auditor is required to attend every shareholder meeting which involves the review of the Company's financial statements and issues that related to the Company's accounting process to provide clarification for the Company's shareholders. All necessary documents to be sent to shareholders must also be delivered to the Company's financial auditor(s).

Guidelines for attending the Annual General Meeting of Shareholders
via electronic media (E-Meeting)

Shareholders or proxies who wish to attend the meeting must submit documents proving their identity as specified to the Company within April 17, 2024. The Company shall verify the list of shareholders according to the closing information of the shareholders' register book who have the right to attend the meeting wholly and correctly. After that, the electronic conferencing service provider will send a Link to attend the meeting and the user manual to the Email you have sent to inform the Company. The Link will be sent two days in advance of the meeting date.

Requesting to attend the meeting via electronic media

Shareholders wishing to attend the meeting via electronic media must notify their intention to attend the meeting in two ways as follows:

1. Submit your request to attend the meeting by sending information via email or postal mail.
2. Submit your request to attend the meeting by sending information via website or QR Code.

If shareholders wish to notify their intention to attend the meeting via electronic media (E- Meeting) by sending information via email or postal:

1. Please fill in the document requesting to attend the meeting via electronic media (E- Meeting) (Attachment 9) by specifying your Email and your mobile phone number clearly for registering for the meeting.
2. Attach a copy of proof of identity to confirm the right to attend the E-Meeting.
 - 2.1 Shareholders who are natural persons:
 - If a shareholder wishes to attend the meeting in person via E-Meeting:
 - Attach a copy of a valid government-issued identification document such as an ID card, government ID card, driver's license, or passport. In case of name-surname changes, shareholders are requested to attach supporting evidence.
 - If a shareholder appoints another person to attend the meeting on his/her behalf via E-Meeting:
 - The Proxy Form C (attached with the invitation letter) is filled in all information signed by the proxy grantor and the proxy correctly and entirely together with duty stamp affixed.

- A copy of the proxy grantor's identity document, such as an ID card, a government official ID card, passport (In the case of foreigners) that has not expired and signed certifying the true copy of the proxy.
- A copy of the proxy's identity document, such as an ID card, a government official an ID card, passport (In the case of foreigners) that have not expired and signed certifying the true copy of the proxy.

2.2 Shareholders who are juristic persons:

- If the person authorized to sign on behalf of the juristic person (director) wishes to attend the meeting in person via electronic media (E-Meeting)
 - A copy of the shareholder's juristic person registration certificate issued no later than one year before the date of the shareholders' meeting, which is duly certified by the juristic person representative (director) authorized to sign on behalf of the juristic person.
 - A copy of the identity document of the representative of the juristic person (director), such as an ID card, a government official ID card, passport (In the case of foreigners) that has not expired and signed to certify the true copy.
- If the proxy is assigned to attend the meeting instead via electronic media (E-Meeting)
 - The Proxy Form C (attached with the invitation letter) is filled in all information signed by the proxy grantor and the proxy correctly and entirely together with duty stamp affixed.
 - A copy of the shareholder's juristic person registration certificate issued no later than one year before the date of the shareholders' meeting, which is duly certified by the juristic person representative (director) authorized to sign on behalf of the juristic person.
 - A copy of the identity document of the representative of the juristic person (director), such as an ID card, a government official ID card, passport (In the case of foreigners) that has not expired and signed to certify the true copy.
 - Copy of the identity document of the proxy as in the case of natural persons as mentioned above.

Suppose the documents or evidence mentioned above are not Thai or English versions. In that case, the shareholders must present an English translation of the document signed to certify the translation by the shareholder or by an authorized signatory to bind that juristic person (in the case of a juristic person).

3. Submit the documents requesting to attend the meeting via electronic media (item 1) and proof of identity together with supporting documents (item 2) by sending to the Company **within the date April 17, 2024.**

- Email channel: nch@ojconsultinggroup.com
- Postal channels: Investor Relations Department

N.C. Housing Public Company Limited


No. 1/765, Moo 17, Soi Amporn, Phaholyothin Road, Km. 26,

Khu Khot Subdistrict, Lam Luk Ka District, Pathum Thani Province 12130

Tel. 0-2993-5080-7 #403,401

If a shareholder wishes to submit a request to attend the meeting via electronic media (E-MEETING) via the website or QR Code

1. Request to attend the meeting via Web Browser: Chrome by going to

Scan QR Code	Go to Link
	http://nch.thekoble.com/agm/emeeting/index/1

2. Fill in the information of shareholders:

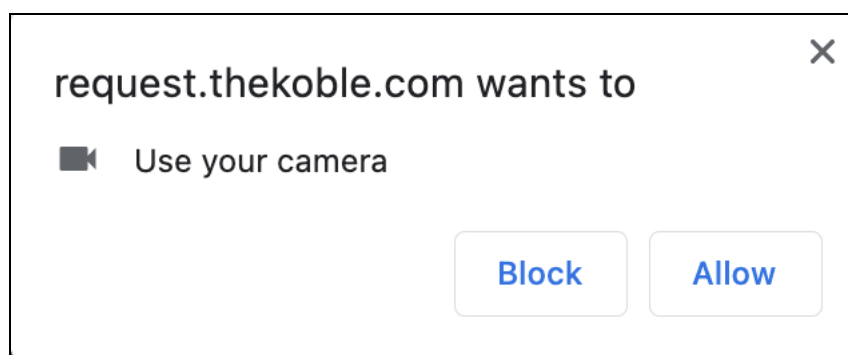
1. Securities holder account number;
2. Name (do not include a title)
3. Last Name
4. ID card number;
5. Choose to accept the terms and consent to access to personal information;

6. Press "Confirm"
3. Check the name of the shareholder and the number of shares. If correct, please fill in shareholder information.
 1. Name - Surname (English);
 2. Email to receive a link to attend the meeting;
 3. Mobile phone number;
 4. Select the attendance type:
 - i. Attend the meeting in person via E-Meeting;
 - ii. Authorize the natural persons to attend the meeting via E-Meeting;
 - iii. Assign a proxy to an independent director;
 5. Press "Next"

In the case of shareholders attending the meeting in person

Record photos of shareholders

1.1 Press "Allow" to accept the website to access the camera. Press Allow.



1.2 Take a photo of a full ID card:

- Press "Take a photo";
- Press "Save";
- If you want to take another shot, please press the "Retry" button.

1.3 Take a picture of the shareholder holding an ID card :

- Press "Take a photo";
- Press "Save";
- If you want to take another shot, please press the "Retry" button.

1.4 Press "Next";

1.5 The system will display a message "Information received successfully," check the name, surname, and number of shares again;

1.6 Press "Finish."

In the case of appointing the natural person to attend the meeting via E-MEETING:

1. Record photos, shareholder information (as in the case of shareholders attending the meeting in person);
2. Save the proxy's information and attach supporting documents:
 - a. Name-surname of the proxy (Thai language);
 - b. Name-surname of the proxy (English);
 - c. Attach a copy of the proxy's identity document;
 - d. Attach the proxy form with complete information and signature;
 - e. Press "Next"
3. Press "Next";
4. The system will display a message "Information received successfully," check the name, surname, and number of shares again;
5. Press "Finish."

In the case of appointing a proxy to an independent director:

1. Record photos, shareholder information (Like in the case of shareholders attending the meeting in person);
2. Attach the completed and signed proxy form;
3. Press "Next";
4. The system will display a message "Information received successfully," check the name, surname, and number of shares again;
5. Press "Finish."



Remark: The system for receiving the request to attend the meeting will be open for operation from April 12, 2024 to April 25, 2024 date or until the meeting is completed. (The system does not accept information on Saturdays, Sundays, and public holidays.)

Suppose the documents or evidence mentioned above are not Thai or English versions. In that case, the shareholders must present an English translation of the document signed to certify the translation by the shareholder or by an authorized signatory to bind that juristic person (in the case of a juristic person).

Electronic Meeting Attendance (E-Meeting):

1. Once the shareholders or proxies wish to attend the meeting and have been fully verified, you will receive an Email from the meeting organizer, a link for attending the meeting, and a system's user manual two days before the meeting date. Please study the manual on how to use the E-Meeting meeting system in detail. If you haven't received the Email within the April 23, 2024 date, please get in touch with the Company immediately; Call Center : 0-2079-1811
2. Meeting attendance and voting via electronic media can be used with computers/ notebooks/tablets and mobile phones via Web Browser: Chrome with 4G internet speed or home internet basic.

Note: In case of meeting via tablet and mobile phone, Zoom Cloud Meeting program must be installed before attending the meeting, which can be downloaded as follows:

IOS system	Android system
	
https://apps.apple.com/th/app/zoom-cloud-meetings/id546505307	https://play.google.com/store/apps/details?id=us.zoom.videomeetings

3. The system will open for meetings 60 minutes before the start of the meeting. However, the live broadcast will only start at the time of the meeting.
4. To log in, attendees must use the information of the shareholder registration number and the shareholder's ID card number.
5. Voting through the E-Voting system, you will be able to vote for each agenda only by voting for agreeing, disagreeing, or abstaining. In case of not voting in any agenda, the system will be deemed to vote as agree immediately (using the vote-counting method by pouring votes towards agreeing).

6. If attendees have any problems or problems in using the E-Meeting system, you can contact OJ International Co., Ltd. at the phone number specified in the Email that sends you the system's user manual.

***** This E-Meeting meeting will be an electronic meeting only and will not be held in a conventional meeting venue; therefore, shareholders are requested not to come to the Company. *****

If a shareholder wishes to appoint an independent director as a proxy:

Suppose any shareholders cannot attend the E-Meeting meeting in person or cannot appoint other proxies to attend the E-Meeting meeting and wish to appoint an independent director as a proxy. In this regard, they can send a proxy form (Attachment 6) specifying the proxy as one of the independent directors as specified by the Company along with supporting documents to the Company by the date **within the date April 17, 2024** via the following channels:

- By Email: nch@ojconsultinggroup.com
- By mail: Investor Relations Department
N.C. Housing Public Company Limited
No. 1/765, Moo 17, Soi Amporn, Phaholyothin Road, Km. 26,
Khu Khot Subdistrict, Lam Luk Ka District, Pathum Thani Province 12130
Tel. 0-2993-5080-7 #403,401

Note: If the shareholders specify their votes in each agenda, the independent directors will cast their votes as specified in the proxy form. In which the voting in each agenda, shareholders have the right to vote in agreeing, disagreeing, or abstaining only and cannot divide a partial vote (unless it is a Custodian vote).

In the case of a shareholder who is a foreign investor and appoints a custodian in Thailand to be a stock depository and keeper:

Please submit the following information:

1. The Proxy Form C (attached with the invitation letter) is filled in all information signed by the proxy grantor and the proxy correctly and entirely together with a 20-baht duty stamp affixed.

2. Custodian juristic person registration certificate (Custodian) with a signature certifying true copy by the authorized signatory on behalf of the juristic person of the Custodian or the attorney with the corporate seal (if any).
3. A power of attorney from the shareholders for the Custodian to be authorized to sign the proxy form.
4. A letter confirming that the person signing the proxy form is authorized to operate a custodian business.
5. Copy of ID card, or a copy of government official ID card, or copy of passport (In the case of foreigners) of the proxy with certified the true copy;
6. Submit information via the following channels:
 - By Email: nch@ojconsultinggroup.com
 - By mail: Investor Relations Department
N.C. Housing Public Company Limited
No. 1/765, Moo 17, Soi Amporn, Phaholyothin Road, Km. 26,
Khu Khot Subdistrict, Lam Luk Ka District, Pathum Thani Province 12130
Tel. 0-2993-5080-7 #403,401

Submitting advice or questions related to business, industry, Company performance, or related to any agenda which will be considered at the E-Meeting meeting:

If shareholders wish to submit suggestions or questions, they can be done in two ways as follows:

1. Send advice or questions **in advance** to the Company before the meeting date through the following channels:
 - By Email: ir@ncgroup.co.th
 - Telephone: 0-2993-5080-7 #403,401
 - By mail: Investor Relations Department
N.C. Housing Public Company Limited
No. 1/765, Moo 17, Soi Amporn, Phaholyothin Road, Km. 26,
Khu Khot Subdistrict, Lam Luk Ka District, Pathum Thani Province 12130
2. Submit advice or questions **during the meeting** to those attending the E-MEETING meeting.
The attendee must specify his/her first and last name and state whether his/her is a

shareholder attending the meeting himself/herself or a proxy. Before every suggestion or question is submitted, the Company has opened channels for sending advice and questions during the meeting as follows:

- Chat channel for text messages.
- An audio chat channel where attendees press the raising hand button and turn on the microphone on their device after the operator sends you an invitation to chat. Please turn off the microphone after the conversation is finished every time (For more details, please refer to the user manual sent to the attendees' emails).

In this regard, if shareholders have questions about the meeting, they can contact the following staff:

1. Regarding submitting documents confirming identity to attend the shareholders' meeting via E-Meeting, please contact the Company Secretary for further information via the Company's contact : Call Center 0-2079-1811
2. Regarding the process of attending the meeting and voting via E-Meeting, in the case of correct and complete identity verification, please contact OJ International Co., Ltd. at the phone number : Call Center 0-2079-1811



ใบตอบรับเข้าร่วมประชุมผ่านสื่ออิเล็กทรอนิกส์ บริษัท เอ็น.ซี.โฮousing จำกัด (มหาชน)
Acceptance for the invitation of online meeting of N.C. Housing Public Company Limited

วันที่.....เดือน.....พ.ศ.....

Date Month Year

(1) ข้าพเจ้า..... หมายเลขบัตรประชาชน/หนังสือเดินทาง.....

I/We, Identification Card/Passport number

สัญชาติ.....บ้านเลขที่.....ถนน.....ตำบล/แขวง.....

Nationality Residing at No. Road Sub district

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

District Province Postal Code

(2) เป็นผู้ถือหุ้นของ บริษัท เอ็น.ซี.โฮousing จำกัด (มหาชน)

Being a shareholder of N.C. Housing Public Company Limited

โดยถือหุ้นรวมทั้งสิ้น หุ้น

Holding the total amount of shares

ประสงค์จะร่วมประชุมและลงคะแนนผ่านสื่ออิเล็กทรอนิกส์สำหรับการประชุมสามัญผู้ถือหุ้นประจำปี 2567

I would like to participate the E-MEETING for Annual General Meeting 2024

เข้าร่วมประชุมด้วยตัวเอง

Self-Attending

มอบฉันทะให้ (นาย/นาง/นางสาว)..... ได้เข้าร่วมประชุมดังกล่าวข้างต้น

Proxy to

attend the meeting.

(3) ข้อมูลในการจัดส่งวิธีการเข้าร่วมประชุม

Please send the Link to join the meeting by below email

อีเมล.....(โปรดระบุ)

E-Mail Please fill in the blank.

โทรศัพท์มือถือ.....(โปรดระบุ)

Mobile Number Please fill in the blank.

(4) จัดส่งเอกสารเพื่อยืนยันตัวตน ตามเอกสารแนบ 8 วิธีการเข้าร่วมประชุม ภายในวันที่ 17 เมษายน 2567

Please submit the required document per an attachment 8 by April 17, 2024

(5) เมื่อได้รับการยืนยันตัวตน บริษัทฯ จะจัดส่งลิงค์การเข้าร่วมประชุมและวิธีการเข้าร่วมประชุมไปยังอีเมลที่ท่านได้ระบุ

Once you have verified, the company will send the Link to join the meeting via email.

(6) ในวันประชุมผู้ถือหุ้นจะต้องเตรียม เลขบัญชีผู้ถือหุ้น และเลขบัตรประชาชนไว้ สำหรับการเข้าร่วมประชุม

Please prepare your Account Number and your Identification Card Number for log in the meeting.

ลงชื่อ/Signed.....ผู้ถือหุ้น/Shareholder

(.....)



Privacy Notice (For Shareholders)

N.C. Housing Public Company Limited and affiliated companies (collectively referred to as “the Company”, “we”, “us” or “our”) are aware of the importance of Personal Data (defined below) protection of our shareholders (“you” or “Data Subject”). The collection, use and/or disclosure (collectively referred to as “Processing” or “Data Processing”) of Personal Data shall act in accordance with the Personal Data Protection Act BE 2562 as Personal Data protection is a social responsibility so as to build trust and strong business relations between us and you. We hereby announce this Privacy Notice in order to inform you of your rights and legal duties, as well as terms and conditions concerning the collection, use, or disclosure of your Personal Data.

Personal Data

The term “Personal Data” means any information relating to a data subject which enables the identification of such person, whether directly or indirectly, but not including the information of deceased persons in particular.

Types of Data Subjects the Company Processes

The term "Shareholders" refers to individuals who are shareholders of the Company in accordance with the meaning under securities and exchange laws, as well as any other relevant laws.

Types of Personal Data collected and Personal Data Protection

We shall collect Personal Data within the purpose, scope, and lawful and fair methods as is necessary which is defined in the scope of our corporate objectives. The Personal Data that we collect shall include:

1. **Personal Data**, including but not limited to given name, family name, age, date of birth, gender, nationality, identification number, taxpayer identification number, passport number, driving license number, signature, marriage status, position, occupation, interest, educational background and work experience;
2. **Contact information**, including but not limited to home address, phone number, email address and company secretary;

3. **Government documents**, including but not limited to copy of national identification card, copy of civil registration from the Government registration database, and copy of travel document;
4. **Financial information**, including but not limited to copy of bank account passbook, bank account information, number of shares;
5. **Data on participating in activities organized by the company**, such as still images, motion pictures, opinions, suggestions, complaints, sound recordings during your attendance at meetings, or any other activities with the Company;
6. **Data obtained by us or automated methods from other devices**, including but not limited to IP Address, cookies, user behavior, sound, photo, audio file, video, Social Media Account, Chat, and geolocation data.

In the event that the personal data collected by us for the above purposes is necessary for the performance of a contract or compliance with applicable laws, if you do not provide such necessary personal data, we may not be able to consider entering into the transaction or manage according to the contract with you (as the case may be)

In this regard, we shall obtain consent from you before such collecting, except in the following cases:

1. It is necessary for the performance of a contract where the collection, use, or disclosure of Personal Data is required to provide service or for performance of a contract between you and us;
2. It is to prevent or suppress a danger to a Person's life, body or health;
3. It is necessary for compliance with the law;
4. It is necessary for legitimate interests of us so as to fulfill its operational objectives in which suitable measures to safeguard your rights and freedoms are put in place, including but not limited to fraud prevention, network security and safeguards for your rights and freedoms;

5. It is for the achievement of the purpose relating to the preparation of the historical documents or the archives for public interest, or for other purposes relating to research or statistics, in which suitable measures to safeguard your rights and freedoms are put in place; and
6. It is necessary for the performance of a task carried out in the public interest, or it is necessary for the exercising of official authority.

Sensitive Personal Data

We may be required to collect Sensitive Personal Data from Data Subject, including but not limited to race, medical information, disability information, religion, biological information. By doing so, we shall request for explicit consent from Data Subject upon each collecting, using and/or disclosing of such Sensitive Personal Data accordingly, except in the following cases:

1. It is to prevent or suppress a danger to a person's life, body or health;
2. It is carried out in the course of legitimate activities with appropriate safeguards by the foundations, associations or any other not-for-profit bodies with a political, religious, philosophical, or trade union purposes for their members, former members of the bodies, or persons having regular contact with such foundations, associations or not-for-profit bodies in connection with their purposes, without disclosing the Personal Data outside of such foundations, associations or not-for-profit bodies;
3. It is information that is disclosed to the public with the explicit consent;
4. It is necessary for the establishment, compliance, exercise or defense of legal claims; and
5. It is necessary for compliance with the law so as to achieve the purposes with respect to:
 - 5.1. Preventive medicine or occupational medicine, the assessment of working capacity of Employee, medical diagnosis, the provision of health or social care, medical treatment, the management of health or social care systems and services
 - 5.2. Public interest in public health, such as protecting against cross-border dangerous contagious disease or epidemics which may be contagious or pestilent;
 - 5.3. Employment protection, social security, national health security, social health welfare of the entitled person by law;
 - 5.4. The scientific, historical, or statistic research purposes, or other public interests; and
 - 5.5. The substantial public interest.

The Company does not intend to collect, use, and disclose sensitive data contained in your identity verification documents. Therefore, the Company kindly requests that you redact or delete sensitive data (if any) on your identity verification documents before submission.

However, if you do not redact the information yourself, you are considered to have expressly authorized the Company to redact or delete such information for you. The data you submit to the Company, which the Company has redacted the sensitive data, is considered a complete document that is legally enforceable in all respects and may be processed by the Company under the Personal Data Protection Act B.E. 2562. If the Company is unable to redact the sensitive data for you due to technical or other problems, the Company will only store the sensitive data as part of your identity verification documents.

Source of Personal Data

1. Personal Data can be directly obtained from you through any activities, including but not limited to membership sign-up, newsletter sign-up, marketing activities, website, application or other channels of the company, entering and exiting our building, training, procurement, responding via e-mail or filling out/providing information from other communication channels between us and you; and
2. Personal data from relevant third parties such as relatives, family members; and
3. Data can be obtained from automated system, including but not limited to recordings from CCTV; and
4. Personal Data can be obtained from other sources, including but not limited to public data and partners of us.

Purposes of Processing of your Personal Data

We may use Personal Data for the following purposes or for other purposes notified at the time of collecting Personal Data or for which you have given consent after we have collected such Personal Data. Reasons for collecting, using or disclosing are provided below:

1. It is to enter into a contract or for the performance of a contract between us and data subject or third party for your interests.
2. It is for considering and selecting company directors, including the assessment, selection, and appointment processes, as well as other internal administrative procedures related to director consideration, selection, and appointment.
3. It is to use the data to verify identity, delegation, authorization verification, delegation and power of attorney, establishment of legal claims, and as evidence of relevant transactions.
4. It is to distribute dividends, repay capital, and/or pay interest to shareholders..
5. It is to serve as documentation, providing evidence of shareholder meeting attendance, management, and proceedings. This includes registration, vote recording, document dissemination, and adherence to the agenda.
6. It is to capture, video record or audio and visual content from the Company preparing minutes of meetings and submit to relevant agencies. This includes facilitating post-meeting viewing for participants and promoting company-related information for the benefit of the Company.
7. It is to provide you with information about investor relations activities organized by the Company, shareholder meetings or other activities related to you.
8. It is to analyze, plan, and organize company events and facilitate preparation for participants, including venue arrangements, catering, and providing transportation and souvenirs.
9. It is to comply with the laws or legal procedures, and orders from government authorities under the Public Limited Company Act or the Securities and Exchange Act. This includes procedures for appointments, registrations, changes, and other applicable laws.
10. It is to audit the interests of directors and related persons, involving the collection and reporting of relevant information, such as securities holdings and the provision of reports on strategic shareholders to supervisory authorities.

11. It is to comply with laws related to public health and safety, preventing the spread of infectious diseases within the kingdom.
12. It is for our corporate operations, to evaluate and improve business to improve the quality of products and services.
13. It is to carry out any accounting and financial activities; including but not limited to auditing, debt notification and collection, tax operations and transactions as prescribed by law.
14. It is for our legitimate interests, including but not limited to recordings obtained from CCTV. It is to disclose your information, such as personal background, full name, securities holdings, age, education, employment history, and board positions, through various media channels, including print, advertisements, electronic media, and websites, for external parties to access. This is for use in electronic system registration or to grant access and usage rights for various electronic systems.
15. It is to strategize, report and forecast business operations, conduct surveys, manage risks, and oversee audits within company departments.
16. It is for compliance with our rules.
17. It is to gather data for the Company's stakeholder database.
18. It is for various communication purposes related to the Company.
19. It is for compliance with the law, investigation process, relevant regulations and our legal duties;
20. It is for other purposes upon explicit consent from you.

Transferring and Disclosing of Personal Data

We shall not disclose and transfer Personal Data to third party unless explicit consent is given, or except for where:

1. We are subject to disclosing or sharing Personal Data to fulfill and achieve the purposes contemplated in this Privacy Notice with the following parties;
 - 1.1 Business partners and business alliance;
 - 1.2 Agency or service providers who provide services to the Company or process data on behalf of the Company, such as transportation service providers, document storage and document destruction service providers, marketing and media agencies, security and information technology development and maintenance service providers, financial auditors, lawyer and tax consultant;

- 1.3 Government agencies, regulatory bodies, and other state agencies with legal authorities and/or other agencies related to the Company's business such as the Bank of Thailand, and the Stock Exchange of Thailand;
 - 1.4 Shareholder Registrar
 - 1.5 Partnership
 - 1.6 Banks and payment service providers, such as credit card or debit card companies.
- by doing so, We shall establish a Data Processing Agreement in accordance with the law;
2. We may disclose or share Personal Data with our affiliates; in this regard, the Processing of Personal Data shall merely be in keeping with the purposes contemplated in this Privacy Notice; and
 3. It is required to disclose Personal Data by law or legal procedures or to disclose Personal Data to officers, authorities or authorized organizations in order to comply with lawful order or request.

International Transfers of Personal Data

We may send or transfer Personal Data to a foreign country. In this regard, we shall ascertain that the destination country or international organization that receives such Personal Data shall have adequate data protection standards and measures, under any circumstances of such data transfer, the Company will comply with the Personal Data Protection Act B.E. 2562.

Personal Data Protection

We have provided and adopted Personal Data storage system equipped with appropriate mechanism and technical features by encrypting the transferring of Personal Data via internet network, as well as safeguard measures in accordance with the law concerning the protection of Personal Data and relevant delegations. We also restricts its employees, contractors and representatives from accessing to the use, disclosure, destroying or unauthorized access of Personal Data.

Retention Period of Personal Data

We shall retain and use Personal Data as long as necessary for the purposes of Processing Personal Data contemplated in this Privacy Notice or as prescribed by law, except for where it is necessary to retain such Personal Data for other reasons, including but not limited to acting in accordance with the law, to fulfilling our legal duties and obligations or to inspecting in case where any disputes arise. Under such circumstances, we may retain Personal Data longer than the abovementioned period.

Disposal of Personal Data

After the expiration of the period for storing personal data according to the privacy policy or when requesting to exercise the rights of the data subject under the Personal Data Protection Law, we shall delete/destroy personal data or make personal data no longer identifiable according to the format and standard for erasing personal data as required by the Personal Data Protection Law or in accordance with international standards.

However, in the event of a dispute, exercise of rights, or lawsuit related to your personal data, the company reserves the right to keep the personal data until the dispute has a final order or judgment.

The Personal Data Destruction methods

(1) In case where personal data exists in document form, the Company will conduct appropriate data destruction methods, including one or more of the following;

- 1.1 Shredding/pulverizing paper
- 1.2 Incineration
- 1.3 Shredding with chemical dissolution
- 1.4 Outsourcing document destruction services

(2) In cases where personal data exists in digital format, the company will conduct Secured Data Deletion methods to ensure that the deleted data cannot be recovered.

Changes to Privacy Notice

We may amend this Privacy Notice or parts of it and will inform you of the respective amendments or changes to this Privacy Notice as well as the recent date of such amending on www.ncgroup.co.th. We suggest you regularly check this Privacy Notice. By using products or services on our website after the amendments of this Privacy Notice, you are deemed to acknowledge such amendments or changes.

Data Subject Rights

You may exercise Data Subject Rights with respect to the law and as contemplated in this Privacy Notice, details as specified below:

1. Right to withdraw consent given by you: you have the right to withdraw your consent at any time, unless there is a limitation of your rights by law or contract. However, withdrawal of consent has no effect on prior processing of personal data for which you have lawfully given consent to us;
2. Right to access and obtain copy of your Personal Data unless we have the right to refuse your request by law or court order. or where your request will have an impact on the rights and freedoms of others;
3. Right to have inaccurate Personal Data rectified, or completed if it is incomplete: However, we can rectify without your request.;
4. Right to erase, destroy or anonymize Personal Data In the following cases;
 - 4.1 When the personal data is no longer needed to be retained according to the purpose of collecting, using or disclosing the personal data.
 - 4.2 When you withdraw your consent to the collection, use, or disclosure of personal data and we have no legal authority to collect, use, or disclose personal data,
 - 4.3 When you object to the collection, use, or disclosure of your personal data and we have no legal authority to refuse.

Unless we have a legitimate reason to deny your request.

5. Right to Data Portability in case where we have made such Personal Data publicly accessible in the format readable or commonly used by ways of automatic tools or equipment, and can be used or disclosed by automated methods unless by technical conditions it cannot be done or there are restrictions on performing duties in the public interest or in accordance with the law or an exercise of a right that has an impact on another person's rights or freedom.
6. Right to object to the collection, use or disclosure of personal information at any time in the following cases
 - 6.1 In the case of personal data, which we process on a legitimate interest basis, unless we demonstrate a more significant legitimate cause or to establish legal claims or to comply with or exercising legal claims or raising up against legal claims,
 - 6.2 For direct marketing purposes
 - 6.3 For research studies in science or history or statistics, unless it is necessary to carry out a mission in the public interest.
7. Right to restrict the use of Personal Data under circumstances where Personal Data is subject to erasure or is no longer necessary;
 - 7.1 In the process of rectifying upon your request to correct your personal data to be accurate, complete.
 - 7.2 When it is personal data that must be deleted or destroyed.
 - 7.3 When such personal data is no longer necessary. In the event that you were required to retain your personal data for the establishment of legal claims, to comply with or exercising legal claims or raising up against legal claims
 - 7.4 When we are in the process of proving the right to refuse a request to object to the collection, use or disclosure of personal data.
8. Right to complain to the Personal Data Protection Committee, in the event that we violate or fail to comply with the Personal Data Protection Act B.E. 2562.

Should you have any questions or wish to rectify or erase your Personal Data or to exercise the aforementioned rights or contact us regarding Personal Data issues or our Personal Data protection practices, please contact us using the information provided below.

Contact Details

Data Controller

N.C. Housing Public Company Limited

1/765 Moo 17, Soi Amporn, Phaholyothin Rd. Km.26, Tambol Kookhot, Lumlookka District,
Pathumtani 12130

Phone number: (+66) 2993-5080-7

Email address: dpo@ncgroup.co.th

Data Protection Committee

N.C. Housing Public Company Limited

1/765 Moo 17, Soi Amporn, Phaholyothin Rd. Km.26, Tambol Kookhot, Lumlookka District,
Pathumtani 12130

Phone number: (+66) 2993-5080-7

Email address: dpo@ncgroup.co.th



Please provide the following information in addition to the exercise of the rights of the personal data subject.




- Name-surname, ID card number/passport number.
- Inquiries about personal data or legal rights.
- Phone number, address and e-mail address.



N.C. HOUSING PUBLIC COMPANY LIMITED

1/765 Moo 17, Soi Amporn, Phaholyothin Rd. Km.26,
Tambol Kookhot, Lumlookka District, Pathumtani 12130

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