



E for L Aim Public Company Limited  
Notification of the 2021 Annual General Meeting  
of Shareholders

On Friday, 30<sup>th</sup> April 2021 at 10.00 a.m.

Due to the COVID-19 pandemic,

The Company will hold the 2021 Annual General Meeting  
of Shareholders Electronically (E-Meeting)

The E-Meeting will be broadcast via an electronic means from the meeting room  
6<sup>th</sup> floor, the Building No. 160, Ngamwongwan Road, Bang Khen,  
Mueang Nonthaburi, Nonthaburi.

Registration via Application IR Plus AGM at 08.00 a.m.

March 16, 2021

- Subject:** Notice Convening the 2021 Annual General Meeting of Shareholders through Electronic Meeting
- To:** Shareholders,  
E for L Aim Public Company Limited
- Enclosures:**
1. Copy of Minutes of the Extraordinary General Meeting of Shareholders No. 1/2021;
  2. Profile and work experience of Directors who will retire by rotation and be proposed for consideration to be re-election;
  3. Proxy Form, Process of Registration, Required Documents, Proxy and Voting together with details of the Independent Directors;
  4. Articles of Association of the Company Pertaining to the Shareholder Meeting;
  5. Map of the meeting venue of broadcast via E-Meeting;
  6. Requisition Form for the Annual Registration Statement / Annual Report for the year ended 31 December 2020 (Form 56-1 One Report) in Hard Copy;
  7. Procedure to attend the 2021 Annual General Meeting of Shareholders via Electronic Meeting;
  8. Registration form.

Due to the Covid-19 pandemic, the board of director meeting of E for L Aim PCL. has passed the resolution to convene the 2021 Annual General Meeting of Shareholders on Friday, April 30, 2021 at 10.00 am. Via Electronic Meeting (E-Meeting). The E-Meeting has broadcast via an electronic means from the meeting room 6th floor, the Building No. 160, Ngamwongwan Road, BangKhen, Mueang Nonthaburi, Nonthaburi to consider the following agendas:

**Agenda 1: To consider and certify the Minutes of the Extraordinary General Meeting of Shareholders No. 1/2021**

**Facts and Rationale** : The Company convened the Extraordinary General Meeting of Shareholders (“EGM”) No. 1/2021 on February 9, 2021, by considering the matters of which the Company has submitted the minutes to The Stock Exchange of Thailand and posted on the Company’s website ([www.eforl-aim.com](http://www.eforl-aim.com)) to disclose to shareholders and investors and no one revised it. The Company requests the 2021 Annual General Meeting of Shareholders

(“AGM”) to consider and certify the minute of the EGM No. 1/2021 and the copy is attached together with this invitation letter (Enclosure 1).

**Opinion of the Board:** The Board of Directors considers to propose the Minutes of the EGM No. 1/2021 hold on February 9, 2021 and completely recorded and deems appropriate to the 2021 Annual General Meeting of Shareholder to certify the said minutes.

**Resolution:** The resolution for this agenda requires the majority of votes of shareholders who attend the meeting and cast their votes.

**Agenda 2**      **To acknowledge the Annual Registration Statement / Annual Report for the year ended 31 December 2020 (Form 56-1 One Report) and the Company’s 2020 operating results.**

**Facts and Rationale:** The Company prepared the Annual Registration Statement / Annual Report for the year ended 31 December 2020 (Form 56-1 One Report) and the Company’s 2020 operating results of which Board of Directors has considered and opinioned that they are correct and completeness (in form of QR Code) presented in the registration form (Enclosure 7) and attached with this invitation letter.

**Opinion of the Board:** The Board of Directors deems appropriate to propose the Annual Registration Statement / Annual Report for the year ended 31 December 2020 (Form 56-1 One Report) and the operating results for the year 2020 to the 2021 Annual General Meeting of Shareholder to acknowledge.

**Resolution:** This agenda is for acknowledgement and does not require casting of votes.

**Agenda 3**      **To consider and approve the statement of financial position and statement of profit or loss and other comprehensive income for the year ended 31 December 2020, audited by certified auditor and Auditor’s report.**

**Facts and Rationale:** The statement of financial position and statement of profit or loss and other comprehensive income for the year ended 31 December 2020 presented in Form 56-1 One Report (QR Code format in registration form) submitted to the shareholders together with the Invitation letter (Enclosure 7). The financial statements for the year ended 31 December 2020 has been audited by Mr. Somkid Taitragul, certified auditor No. 2785 of Grant Thornton Company Limited, deemed to be correct and complete in accordance with the generally accepted accounting standard. The 2021 Annual General Meeting of Shareholders

is requested to approve the financial statement ending on 31 December 2020 as outlined in Form 56-1 One Report.

Financial Highlighted	2020	2019	Increase/ (Decrease)	%
<b>Consolidated accounts (Baht'000)</b>				
Current assets	1,131,620	1,310,211	(178,591)	-14%
Non - Current assets	424,998	1,133,474	(708,476)	-63%
Total assets	1,556,618	2,443,685	(887,067)	-36%
Current liabilities	2,184,009	2,361,237	(177,228)	-8%
Total liabilities	2,298,254	2,548,258	(250,004)	-10%
Paid up capital	2,416,502	2,416,264	238	0%
Equity attributable to the Company's shareholders	734,040	324,140	409,900	126%
Revenues from sales and services	1,666,909	1,921,477	(254,568)	-13%
Cost of sales and services	(1,128,787)	(1,341,363)	(212,576)	-16%
Gross profit	538,122	580,114	(41,992)	-7%
Loss before income tax	(737,143)	(640,412)	96,731	15%
Profit (Loss) for the year attributable to equity holder of the Company	(299,065)	(272,672)	26,393	10%
Loss per share (Baht)	(0.0093)	(0.0085)	0.0008	10%

**Opinion of the Board:** The Board of Directors deems it appropriate to propose to the 2021 Annual General Meeting of Shareholders to consider adopting the financial statement for the year ended 31 December 2020, audited by the certified auditor which has been considered by the executive boards and the audit committee and approved by the Board of Directors.

**Resolution:** This agenda requires the majority votes of shareholders present and eligible to vote to pass the resolutions.

**Agenda 4** To consider and approve the omission of annual dividend payment for the operation of 2020 and the suspension of profit allocation for legal reserve.

**Facts and Rationale:** The Company has a policy to pay out the dividend not less than 40% of net profit after tax and legal reserve (separate financial statements). However, the Company's operating result of the year 2020 indicated a loss of Baht 233.06 million as outlined in Form 56-1 One Report, which the Company has prepared in QR Code presented in the registered form of which the Company submitted such information to the

shareholders together with the Invitation letter (Enclosure 7). Thus, the Company is unable to pay dividend resulting from the operating result of the year 2020.

**Opinion of the Board:** The Board of Directors deems it appropriate to propose to the 2021 Annual General Meeting of Shareholders to approve the non-distribution of dividend the Company's operating result of the year 2020 and the non-allocation of net profit as legal reserve as the operating result of year 2020 indicate a loss of Baht 233.06 million.

**Resolution:** This agenda requires the majority votes of shareholders present and eligible to vote to pass the resolutions.

**Agenda 5 To consider and approve the re-election of director who will retire by rotation.**

**Facts and Rationale:** Pursuant to Article 18 of the Articles of Association, in every annual general meeting of shareholder, one-third of all Directors shall retire by selecting those who have served longest in office. However, those Directors can be re-elected. This year, 3 Directors shall retire are:

- (1) Mr. Preecha Nuntnarumit Director and Chairperson of the Executive Committee
- (2) Mr. Jackrit Lohaharoensub Director and Member of the Executive Committee
- (3) Mr. Sampan Hunpayon Independent Director; Member of the Audit Committee; Chairperson of the Nomination and Remuneration Committees and Member of the Subcommittee on Risk Management.

The Company has posted on its website on November 5, 2020 inviting the shareholders to nominate persons they deemed appropriate to be Directors, as well as to propose any agenda. However, no nomination person or proposal of agenda was received by the Company.

The Nomination and Remuneration Committee (excluding one director who will retire seems to be the interest person) considered qualification; knowledge and experience, under the nomination policy which has deemed Mr. Preecha Nuntnarumit, Mr. Jackrit Lohajaroensub and Mr. Sampan Hunpayon who have to be retired by rotation to re-elect to be directors. The committee considered that they have fully experience and knowledge's which are beneficial to the Company's operation and no prohibited qualifications pursuant to the Public Limited Companies Act B.E. 2535 (1992) (as amended) and the Securities and Exchange Act B.E. 2535 (1992) (as amended), including the relevant notifications.

**Opinion of the Board:** The Board of Directors (excluding 3 of retired directors by rotation) considered and approved with the proposal of the Nomination and Remuneration Committee. The Board of Directors has considered that the 3 persons who shall retire from directorship are those with the knowledge, capability, experience, and expertise which are beneficial to the Company's operation.

In addition, Mr. Sampan Hunpayon has the independent qualification under the regulation of SEC and SET and suitable for the director position of the Company by providing the independent opinion with fully qualification of related regulation. The details of the persons nominated as directors appear in the Curriculum Vitae attached in Enclosure 2.

The Board of Directors deems it appropriate to propose to the 2021 Annual General Meeting of shareholders to approve the re-election of three Directors to for another term;

- (1) Mr. Preecha Nuntnarumit      Director and Chairperson of the Executive Committee
- (2) Mr. Jackrit Lohaharoensub      Director and Member of the Executive Committee
- (3) Mr. Sampan Hunpayon      Independent Director; Member of the Audit Committee;  
Chairperson of the Nomination and Remuneration  
Committees and Member of the Subcommittee on  
Risk Management.

**Resolution:** This agenda requires the majority votes of shareholders present and eligible to vote to pass the resolutions.

#### **Agenda 6**

#### **To consider and approve the Directors' remuneration for the year 2021**

**Facts and Rationale:** Pursuant to Article 34 of the Articles of Association, the Directors are entitled to receive remuneration from the Company in the form of gratuity, meeting attendance fee, allowance, bonus or benefits in other forms, which may be fixed or determined by a set of criteria on a case-by-case basis, or to be effective until amended. The Company has authorised the Nomination and Remuneration Committee to propose the remuneration which are determined with the rate comparable to that of the same industry and sufficient to constitute an incentive for quality Directors to remain with the Company. The Nomination and Remuneration Committee considered and proposed the remuneration for the year of 2021 as follows:

Comparison of 2020 and 2021 Director remuneration										
Type Baht/mht person	2020					2021 (Proposed year)				
	Board of Directors	Audit Committee	Risk Management Subcommittee	Executive Committee	Nomination and Remuneration Committee*	Board of Directors	Audit Committee	Risk Management Subcommittee	Executive Committee	Nomination and Remuneration Committee*
Chairman	30,000	30,000	20,000	15,000	20,000	50,000	30,000	20,000	15,000	20,000
Director	25,000	25,000	15,000	10,000	15,000	28,000	25,000	15,000	10,000	15,000
	Not exceeding Baht 5,000,000					Not exceeding Baht 5,000,000				

*\*Nomination and Remuneration Committee and Executive Committee remuneration is considered remuneration for each meeting attendance.*

The Nomination and Remuneration Committee deems to propose to the 2021 Annual General Meeting of Shareholder to consider and assign Board of Directors to have the authority to consider the remuneration to allocate to remuneration to directors and other sub-committees within the remuneration amount approved by the shareholders.

**Opinion of the Board** The Board of Directors deems it appropriate to determine the remuneration for the year 2021 at the amount not exceeding Baht 5,000,000 and propose to the 2021 Annual General Meeting of Shareholders to authorise the Board of Directors to consider and allocate the remuneration to other sub-committees within the amount approved by the shareholder.

**Resolution:** This agenda requires an approval vote from the shareholder meeting by consent of at least two-thirds of shareholders present and eligible to vote to pass the resolutions.

**Agenda 7** To consider and approve the appointment of auditor and auditor fees for the year 2021.

**Facts and Rationale:** Pursuant to Section 120 of Public Limited Companies Act B.E. 2535 (1992) (as amended) which prescribes that at an annual general meeting of shareholders of each year, there shall be an appointment of an auditor and the determination of an audit fee of the company. In appointing an auditor, the former auditor may be re-appointed. The audit committee has proposed the appointment of auditors for the year 2021 to the Board of Directors for further proposal to the shareholders' meeting. The names of the auditors are as follows:

1. Mr. Somkid Tiatrakul, CPA No. 2785 who has done audit work for the company for 1 years; or
2. Miss Kanyanat Sriratchatchawan, CPA No. 6549 who has done audit work for the company for - years; or
3. Mr. Narin Juramongkol, CPA No. 8593 who has done audit work for the company for - years; or
4. Ms. Saranya Aharamahaphanit, CPA No. 9919 who has done audit work for the company for - years; or
5. Ms. Amornjid Baolorpet, CPA No. 10853 who has done audit work for the company for - years

of Grant Thornton Co., Ltd. as the Company's auditors and its subsidiaries for the fiscal year 2021 and the interim period of 3 quarters. In the event that none of these auditors is available, Grant Thornton shall delegate another representative to review and audit financial statement of the Company. The auditors mentioned above have no relationship and/or interest with the Company, its subsidiaries, executive, major shareholder, or any person related to such persons, and thus is able to conduct an independent audit and offer independent opinion in the Company's Financial Statement. For the auditor's remuneration for the annual audit and quarterly review of the separate financial statements and the consolidated financial statements of the Company for the year 2021 is Baht 2,930,000 increased by Baht 200,000 or 7.33% from the year 2020 (2020: Baht 2,730,000).

**The Board of Directors' Opinion:** The Board of Directors deems it appropriate to propose to the 2021 Annual General Meeting of Shareholders to consider appointing the following auditors and determine the audit fees for the year 2021:

1. Mr. Somkid Tiatrakul, CPA No. 2785 who has done audit work for the company for 1 years; or
2. Miss Kanyanat Sriratchatchawan, CPA No. 6549 who has done audit work for the company for - years; or
3. Mr. Narin Juramongkol, CPA No. 8593 who has done audit work for the company for - years; or
4. Ms. Saranya Aharamahaphanit, CPA No. 9919 who has done audit work for the company for - years; or



5. Ms. Amornjid Baolorpet, CPA No. 10853 who has done audit work for the company for - years

In this regard, the company will appoint the same auditors to be the auditor of the subsidiary.

**Resolution** This agenda requires the majority votes of shareholders present and eligible to vote to pass the resolutions.

**Agenda 8 To consider and approve other issues (if any)**

In this regard, the Company arranged to specify the Record Date for the right to attend the 2021 Annual General Meeting of Shareholders (Record date) on March 26, 2021.

All the shareholders are hereby invited to attend the 2021 Annual General Meeting of Shareholders on Friday 30, April 2021 at 10.00 a.m. The registration will be started to verify to attend the meeting on 8.00 a.m. via Application IR PLUS AGM

For the shareholders who wish to attend the 2021 Annual General Meeting of Shareholders in person through E-Meeting **must verify identity** by preparing in the registration form with the supporting documents to verify themselves (Enclosure 8) which enable to process immediately from the date of receiving the invitation letter until Friday, April 23, 2021. Please read the procedure to attend the 2021 Annual General Meeting of Shareholder via E-Meeting with the Enclosure 7.

For the shareholders who wish to appoint proxy to attend the meeting through E-Meeting, please prepare/fill the registration form (Enclosure 8) and proxy with the supporting documents (Enclosure 3), by scan or take the photo and send email to : IR@eforl-aim.com and post the original documentation to “The Company Secretary Department” E for L Aim Public Company Limited, Charansanitwong 88 Office, 324 326 Charansanitwong Road, Khawng Bang Aor, Khet Bang Phlat, Bangkok. Then the shareholders or proxy must verify themselves via E-Meeting which can proceed after receiving the invitation letter until Friday, April 23, 2021 Please read the procedure to attend the 2021 Annual General Meeting of Shareholders via E-Meeting with the Enclosure 7.

If the shareholder is unable to attend the 2021 Annual General Meeting of Shareholders though E-Meeting, he/she may authorise the independent director to attend and vote on his/her behalf by fill in the proxy form (Enclosure 3) and send to “The Company Secretary Department” E for L Aim Public Company Limited, Charansanitwong 88 Office, 324 326 Charansanitwong Road, Khawng Bang Aor, Khet Bang Phlat, Bangkok within Friday, April 23, 2021.

The Company invites the shareholders to submit the questions relating to the agenda in advance through 2 channels:

1. Post                    The Company Secretary Department  
E for L Aim Public Company Limited, Charansanitwong 88 Office,  
324 326 Charansanitwong Road, Khawng Bang Aor, Khet Bang Phlat, Bangkok 10700
2. Email                    [IR@eforl-aim.com](mailto:IR@eforl-aim.com)

Your sincerely,



(Mr. Witoon Simachokedee)

Chairman of the Board of Directors  
By the resolution of Board of Directors  
E for L Aim Public Company Limited