

E for L Aim Public Company Limited Notification of the Extraordinary General Meeting of Shareholders No. 2/2021

On Monday, 19th July 2021 at 10.00 a.m.

Due to the COVID-19 pandemic,

The Company will hold the Extraordinary General Meeting of Shareholders No. 2/2021 Electronically (E-Meeting)

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

Mueang Nonthaburi, Nonthaburi.

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



June 24, 2021

Subject: Notice Convening the Extraordinary General Meeting of Shareholders No. 2/2021 through

Electronic Meeting

To: Shareholders,

E for L Aim Public Company Limited

Enclosures: 1. Copy of Minutes of the 2021 Annual General Meeting of Shareholders

2. Proxy Form, Process of Registration, Required Documents, Proxy and Voting together with details of the Independent Directors

3. Articles of Association of the Company Pertaining to the Shareholder Meeting

4. Map of the meeting venue of broadcast via E-Meeting

5. Procedure to attend the Extraordinary General Meeting of Shareholders No. 2/2021

through Electronic Meeting

6. 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 Extraordinary General Meeting of Shareholders No. 2/2021 on Monday, July 19, 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 2021 Annual General Meeting of Shareholders

Facts and Rationale: The Company convened the 2021 Annual General Meeting of Shareholders ("AGM") on April 30, 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) to disclose to shareholders and investors and no one revised it. The Company requests the Meeting to consider and certify the minute of the 2021 AGM of which the Company has submitted the minutes to all shareholders together with this invitation letter (Enclosure 1).

Opinion of the Board: The Board of Directors considers to propose the Minutes of the 2021 AGM hold on April 30, 2021 which had been completely recorded and deems appropriate to the Extraordinary General Meeting of Shareholders No. 2/2021 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 consider approving the amendment the Company's Objectives and the Memorandum of Association in Article 3 to in line with the amended Objectives of the Company

<u>Facts and Rationale</u>: To cover and along with the existing and upcoming business activities of the Company, the Company has to amend the Objective of the Company from 50 clauses to 54 clauses as follows:

- "51. To engage in business activities of selling, leasing, renting out, hire-purchasing the medical devices, diagnosis devices, tools and equipment in operation room, scientific instruments for human and animals.
- 52. To engage in business activities of import, export, selling, production, and co-production of the medical devices, tools and equipment in operation room, laboratory instruments, diagnose chemical, chemical in operation room
- 53. To engage in business activities of sell and exchange in electronic commerce in line with the Company's objectives.
- 54. To engage in business activities of renting, sublet office building, office space, warehouses and office equipment"

And to comply by laws, the Company need to amend the Memorandum of Associations of the Company, Article 3 as follows:

From Article 3 of the objectives of the Company has 50 clauses detailed as the attachment (Bor Mor Jor 002).

To Article 3 of the objectives of the Company has 54 clauses detailed as the attachment (Bor Mor Jor 002).

<u>Opinion of the Board</u>: Propose to the EGM no. 2/2021 to consider and approve to amend the Company's objective from 50 clauses to 54 clauses as follows:

"51. To engage in business activities of selling, leasing, renting out, hire-purchasing the medical devices, diagnosis devices, tools and equipment in operation room, scientific instruments for human and animals.



- 52. To engage in business activities of import, export, selling, production, and co-production of the medical devices, tools and equipment in operation room, laboratory instruments, diagnose chemical, chemical in operation room
- 53. To engage in business activities of sell and exchange in electronic commerce in line with the Company's objectives.
- 54. To engage in business activities of renting, sublet office building, office space, warehouses and office equipment"

And to amend the Memorandum of Associations of the Company, Article 3 as follows:

From Article 3 of the objectives of the Company has 50 clauses detailed as the attachment (Bor Mor Jor 002).

To Article 3 of the objectives of the Company has 54 clauses detailed as the attachment (Bor Mor Jor 002).

And propose the meeting to delegate the power to the Board of Directors of the Company and/or authorised directors and/or persons entrusted by the Board of Directors of the Company and/or authorized directors to be empowered to do all acts and things as deemed necessary and appropriate with regard to the amendment any wording in the objectives including wording in the documents, minutes of the shareholders, the memorandum of association and/or any application and or any acting to in line with the order of the registrar to amend the objectives of the Company to the Department of Business development, the Ministry of Commerce.

Resolution: The resolution for this agenda requires the votes not less than three-fourths (3/4) of the total votes of shareholders who attend the meeting and cast their votes.

Agenda 3: To acknowledge the disposed all shares of WCI Holding PCL held by the Company

Facts and Rationale: On June 4, 2021, the Board of the Directors' Meeting of E for L Aim Public Company Limited ("the Company") has passed the resolutions to approve the disposal all shares in WCI Holding Public Company Limited ("WCIH"), the subsidiary, in the number of 101,849,993 shares, equivalent to 56 percent of total WCIH shares at the price of Baht 0.01 per share, or in a total of Baht 1,018,499.93 to Khun Tussanee Khonkan who is not connected person per the announcement of SEC. Therefore, after the completion of this transaction, WCIH will no longer be the Company's subsidiary.



The determine prices came from the appraised share of WCIH by using the book value approach which is Baht (9.26) per share which is lower than the agreed price at Baht 0.01 per share.

This transaction is deemed as the disposal of assets which the highest transaction size is 0.06 percent of the total assets. Due the transaction size is less than 15 percent and not the related party transaction, the Company, is not required to comply with the rule of acquisition and disposition of assets under the regulation.

<u>Opinion of the Board:</u> The Board of Director considers that the disposal shares of WCIH will reflect the positive impact to the Company's shareholders summarised as follows:

- Mitigating the negative impact of performance loss of WCIH and its subsidiary in the
 consolidated financial statements. As the operations of the Wuttisak Group have fallen
 short of expectations resulting in WCIH has continue loss until now and many
 subsidiaries of WCIH currently stopped their business.
- 2. The Company is able to focus in the medical device business which it is the strength of the Company and comply with the demand of the current market situation. This will be expected to improve the Company performance.

It deems to disclose the disposal total shares of WCI Holding PCL held by the Company to the Extraordinary General Meeting of Shareholders No. 2/2021 to acknowledge.

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

Agenda 4 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 Extraordinary General Meeting of Shareholders No. 2/2021 (Record date) on June 22, 2021.

All the shareholders are hereby invited to attend the Extraordinary General Meeting of Shareholders No. 2/2021 on Monday 19, 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 Extraordinary General Meeting of Shareholders No. 2/2021 in person through E-Meeting must verify identity by preparing in the registration form with the supporting documents to verify themselves (Enclosure 6) which enable to process immediately from the date of receiving the invitation letter until Thursday, July 15, 2021. Please read the procedure to attend the Extraordinary General Meeting of Shareholders No. 2/2021 via E-Meeting with the Enclosure 5.



For the shareholders who wish to appoint proxy to attend the meeting through E-Meeting, please prepare/fill the registration form (Enclosure 6) and proxy with the supporting documents (Enclosure 2), 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, No. 160, Ngamwongwan Road, BangKhen, Mueang Nonthaburi, 11000. Then the shareholders or proxy must verify themselves via E-Meeting which can proceed after receiving the invitation letter until Thursday, July 15, 2021. Please read the procedure to attend the Extraordinary General Meeting of Shareholders No. 2/2021 via E-Meeting with the Enclosure 6.

If the shareholder is unable to attend the Extraordinary General Meeting of Shareholders No. 2/2021 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 2) and send to "The Company Secretary Department" E for L Aim Public Company Limited, No. 160, Ngamwongwan Road, BangKhen, Mueang Nonthaburi, 11000 within Thursday, July 15, 2021.

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

1. Post Company Secretary Department

E for L Aim Public Company Limited,

No. 160, Ngamwongwan Road, BangKhen, Mueang Nonthaburi, 11000

2. Email <u>IR@eforl-aim.com</u>

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