

Notice of 2023 Annual General Meeting of Shareholders (The 30th Meeting)
of SCG Packaging Public Company Limited

<u>Subject</u>	The Schedule of 2023 Annual General Meeting of Shareholders (The 30 th Meeting)
<u>To</u>	Shareholders
<u>Attachments</u>	<ol style="list-style-type: none">1. 2022 Annual Report (Form 56-1 One Report) and 2022 Sustainability Report (QR Code)2. Profiles of the nominated candidates for the election of the Directors in replacement of those to be retired by rotation3. Profiles of the Auditors proposed for the year 20234. Profiles of the Independent Directors proposed by the Company to act as Proxy for Shareholders5. Company's Articles of Association relating to the General Meeting of Shareholders6. Voting, Counting, and Announcement of the Vote7. QR Code Downloading Procedures for supporting documents for the 2023 Annual General Meeting of Shareholders8. Form for submission of questions in advance of the 2023 Annual General Meeting of Shareholders9. Map of the venue of the Shareholders Meeting, The Athenee Hotel Bangkok10. Documents required prior to attending the Meeting, Documents for Proxy and Proxy Form A, Form B and Form C as specified by the Department of Business Development, Ministry of Commerce11. Requisition Form of Notice of the 2023 Annual General Meeting of Shareholders and/or 2022 Annual Report and/or 2022 Sustainability Report

The Board of Directors Meeting on Tuesday, January 24, 2023, resolved that the 2023 Annual General Meeting of Shareholders (The 30th Meeting) shall be held **on Tuesday, March 28, 2023 at 14:30 hours at the Athenee Crystal Hall, 3rd floor, The Athenee Hotel, Bangkok, 61 Wireless Road, Pathumwan, Bangkok 10330** to consider matters according to the agenda together with the Board of Directors' opinions as follows:

Agenda 1: To acknowledge the Company's Annual Report for the year 2022

Objectives and rationale: The summary of the Company's operating results and major changes during the year 2022 is shown in the 2022 Annual Report, which is provided herewith in Attachment No. 1.

Board of Directors' opinion: The Board requests the Meeting to acknowledge the Company's 2022 Annual Report stating the Company's performance and major changes during the year 2022.

Vote required: This agenda is for shareholders' acknowledgment; therefore, voting is not required.

Agenda 2: To consider and approve the Financial Statements for the year ended December 31, 2022

Objectives and rationale: To be in compliance with the law, a company shall prepare its financial statements at the end of the fiscal year of the company and arrange for them to be audited and certified by the auditor prior to proposing for shareholders' approval.

Board of Directors' opinion: The Board recommends the Meeting to consider and approve the financial statements for the year ended December 31, 2022, as duly audited and certified by the auditor from KPMG Phoomchai Audit Ltd. and reviewed by the Audit Committee. The summary of the Company's financial status and performance during the year 2022 is as follows:

The statements of financial position and income statements

Unit: Million Baht

Items	The Company and its Subsidiaries	The Company
Total assets	197,280	95,623
Total liabilities	74,313	29,563
Revenue from sales	146,068	-
Total revenue	147,532	6,392
Profit for the year	5,801*	3,434
Earnings per share (Baht/Share)	1.35*	0.80

*Represents profit for the year attributable to the shareholders of the Company.

Details are as shown in the Financial Statements section of the Company's 2022 Annual Report submitted to the shareholders together with this Notice in Attachment No. 1.

Vote required: Simple majority of total number of votes of the shareholders present at the meeting and eligible to vote.

Agenda 3: To consider and approve the allocation of profit for the year 2022

Objectives and rationale: The Company's policy is to distribute dividends at the rate of not less than 20% of the net profit on the consolidated financial statements after deduction of payment of corporate income tax and all reserves as required by laws and the Company's provisions in each year. Said ratio could be changed upon the operating performance, financial structure and financial health, liquidity, additional investment necessity, investment plan, business expansion, reserve for loan repayment, or working capital of the Company, as well as terms and conditions stated in loan agreements and other factors pertaining to management. In

accordance with the Public Limited Companies Act B.E. 2535, section 116 and the Articles of Association of the Company, Clause 50, the Company shall allocate part of its annual net profits to a reserve fund in an amount of not less than five percent of the annual net profits with the deduction therefrom the amount representing the accumulated loss carried forwards (if any) until this reserve fund reaches the amount of not less than ten percent of the registered capital.

In 2022, the consolidated financial statement showed the profit attributable to the shareholders of the Company amounting to Baht 5,801 million without deficit while the Company's financial statements presented the net profit for the year amounting to Baht 3,434 million with retained earnings applicable for the distribution of dividends to shareholders. The Company reached the legal reserve of 10 percent of the Company's registered capital.

Board of Directors' opinion: The Board recommends the Meeting to consider and approve the distribution of dividend for the year 2022 at Baht 0.60 per share, totaling an amount of approximately Baht 2,576 million. The said 2022 dividend equaled to 44.4% of profit for the year listed on the consolidated financial statements conforming to the Company's dividend payment policy. This includes Baht 0.25 per share of an interim dividend paid on Wednesday, August 24, 2022. The final payment of dividend shall be Baht 0.35 per share, totaling Baht 1,503 million, derived from the profits which were subject to corporate income tax of 20%. An individual shareholder shall be entitled to a tax credit according to Section 47 bis of the Revenue Code equaling the product of dividend times 20/80.

Comparison of dividend distribution in the year 2022 to the preceding year is as follows:

Details of dividend payment	Year 2022	Year 2021
1. Profit for the year on consolidated financial statements (million Baht)	5,801	8,294
2. Shares (million shares)	4,293	4,293
3. Annual Dividend (Baht/share), Comprising:	0.60	0.65
- Interim dividend (Baht/share)	0.25	0.25
- Final dividend (Baht/share)	0.35	0.40
4. Total amount of dividends paid (million Baht)	2,576	2,790
5. Proportion of dividends on profit for the year on consolidated financial statements (percent)	44.4	33.6

The above dividend distribution shall be payable to the shareholders entitled to receive the dividend in accordance with the Company's Articles of Association and listed in the record date on Wednesday, April 5, 2023. (The XD, or the date on which a share purchaser will not be entitled to receive the dividend, will be on Tuesday, April 4, 2023.) The dividend payment will be made on Monday, April 24, 2023. The receipt of such dividend shall be within 10 years.

Vote required: Simple majority of total number of votes of the shareholders present at the meeting and eligible to vote.

Agenda 4: To consider and elect the Directors in replacement of those to be retired by rotation

Objectives and rationale: In compliance with the Public Limited Companies Act B.E.2535, and Clause 40 of the Company's Articles of Association, one-third of the directors must retire from office by rotation at the Annual General Meeting of Shareholders. If the number of directors is not a multiple of three, then the number nearest to one-third shall vacate office. The director who vacates office under this section may be re-elected. Four directors to be retired by rotation in this meeting are as follows:

- 1) Police Colonel Thumnithi Wanichthanom Director
- 2) Mrs. Kaisri Nuengsigkapan Independent Director and Chairman of the Audit Committee
- 3) Professor Kitipong Urapeepatanapong Independent Director and Chairman of the Corporate Governance and Nomination Committee
- 4) Mr. Thiraphong Chansiri Director and Member of the Corporate Governance and Nomination Committee

From August 1 to November 30, 2022, the Company provided an opportunity to its shareholders to propose agenda for the meeting and qualified candidate(s) for the directorship through SET Portal and on the Company's website. There was not any proposal from the shareholders.

The Corporate Governance and Nomination Committee (excluding the directors to be retired by rotation at the 2023 Annual General Meeting of Shareholders) thoroughly considered of the individual qualifications of the candidates nominated by the directors, and the chartered directors from the Thai Institute of Directors (IOD)'s Director Pool, in accordance with the director nomination guideline, and took into account of a diversity of the Board of Directors structure together with the qualifications, knowledge and expertise according to the business strategies; therefore resolved unanimously to propose for the Board of Directors' consideration of four retiring candidates, namely Police Colonel Thumnithi Wanichthanom, Mrs. Kaisri Nuengsigkapan, Professor Kitipong Urapeepatanapong and Mr. Thiraphong Chansiri to be nominated for election as the directors for another term due to their composition

of knowledge, abilities and expertise pursuant to the Company's Board Skills Matrix, attributes of leadership, exemplary vision, good morals and ethical principles, as well as clear and unblemished career records, decision making based on information and rationale, appropriate qualifications in accordance with relevant laws and the Company's Articles of Association and no dishonest act of an offence against property, together with the directors' devotion of time to their duties, fulfilling their duties as the Directors and not holding directorship of more than four other listed companies.

Board of Directors' opinion: The Board of Directors, excluding the directors to be retired by rotation at the 2023 Annual General Meeting of Shareholders, has extensively discussed and thoroughly considered all the four candidates nominated by the Corporate Governance and Nomination Committee as well as the qualification of each candidate who is qualified with knowledge, abilities, expertise in pursuant to the Company's Board Skills Matrix, attributes of leadership, exemplary vision, good morals and ethical principles, as well as clear and unblemished career records, of which all four candidates are qualified pursuant to all relevant rules and regulations, fit to conduct the businesses of the Company and well perform their duties during the term of office. The Board of Directors, thus, unanimously resolved to propose the four qualified candidates for the election to be the directors and independent directors for another term as follows:

- 1) Police Colonel Thumnithi Wanichthanom Director
- 2) Mrs. Kaisri Nuengsigkapan Independent Director
- 3) Professor Kitipong Urapeepatanapong Independent Director
- 4) Mr. Thiraphong Chansiri Director

The first candidate is a director who excellently performed his duties and has experiences of holding directorship in large listed companies having investment both in Thailand and abroad. The second candidate has served as the independent director of the Company for not more than 9 consecutive years since her first appointment as the independent director, possessed knowledge and expertise to review financial statements and qualified all in accordance with laws and Company's requirements related to the qualifications of independent directors. The third candidate has served as the independent director of the Company for not more than 9 consecutive years since his first appointment as the independent director. He was vacated, not yet over 2 years lapse, from being the chairman and member of the board of directors of a law firm acting as the legal advisor of the Company and its associates receiving service fees exceeding Baht 2 million per year and the Board of Directors (excluding the director having a conflict of interest) carefully considered his qualification in accordance with Section 89/7 of the Securities and

Exchange Act and opined that his appointment as the Company's independent director neither affected his independent performance of duties nor his independent opinions, thus no conflict of interest would be created between parties. Therefore, his qualification of independent directorship regarding the restriction related to the candidate's previous or existing provider of any professional services including legal advisor was relaxed by the power of the Notification of the Capital Market Supervisory Board No. Tor Jor. 39/2559 Re: Application for Approval and Granting of Approval for Offering of Newly Issued Shares (Amended) and the Qualifications of Independent Directors of the Company. Moreover, his knowledge, expertise, and experience in all aspects of laws, especially in tax law, corporate law, securities law, business law, and other regulations relating to the Company's business, were deemed necessary to promote and strengthen the Company's business operations and expansions and compliance with laws as well as increase the Board of Directors' efficiency. The fourth candidate is a director who excellently performed his duties and has experiences of holding directorship in large listed companies having investment both in Thailand and abroad.

All four aforementioned persons do not occupy directorship or management positions in other organizations which might lead to a conflict of interest with the Company.

Profiles and expertise of the nominated candidates, period of their directorship, last year attendances at meetings of the Board and sub-committees, numbers of shares held in the Company, positions as directors or executives in Thai listed companies, other companies / organizations and information of the candidate's professional service are provided herein Attachment No. 2.

Note: Clause 33 of the Articles of Association of the Company stipulates voting procedures as follows:

- (1) A shareholder shall have one vote for each share he holds or represents.
- (2) At the election of Directors, the shareholders shall vote for each individual candidate nominated for Directors, but not exceeding the number of Directors required for that election. The vote shall not be distributed.
- (3) The candidates shall be ranked in order descending from the highest number of votes received to the lowest, and shall be appointed as Directors in that order until all of the Director positions are filled. Where the votes cast for candidates in descending order are tied, which would otherwise cause the number of Directors to be exceeded, the remaining appointment shall be made by the chairman of the meeting who shall have a casting vote.

Vote required: The candidates shall be ranked in order descending from the highest number of votes received to the lowest, and shall be appointed as Directors in that order until the Director positions are filled.

Agenda 5: To consider and appoint the Auditors and fix the Audit Fees for the year 2023

Objectives and rationale: In 2022, the Audit Committee resolved to select KPMG Phoomchai Audit Ltd., (KPMG) to be the audit firm for the Company and its subsidiaries for the years 2023-2027 as KPMG has fulfilled the criteria of qualities and audit fee. Due to the understanding of the Company's business, KPMG apparently offered advices and audit data to establish added value and continuously provided new knowledge with the utmost benefits to the Company.

Board of Directors' opinion: The Board agrees with the Audit Committee to select KPMG Phoomchai Audit Ltd. to be the audit firm of the Company and recommends the 2023 Annual General Meeting of Shareholders to consider and approve the appointment of the auditors and the audit fees as follows:

- 1) The appointment of the following auditors from KPMG Phoomchai Audit Ltd. for SCG Packaging Public Company Limited for the year 2023:
 - Ms. Sureerat Thongarunsang (Certified Public Accountant No. 4409) or
 - Ms. Pornthip Rimdusit (Certified Public Accountant No. 5565) or
 - Mr. Songchai Wongpiriyaporn (Certified Public Accountant No. 10996)

The above-mentioned auditors from KPMG Phoomchai Audit Limited are qualified with the guidelines of the Securities and Exchange Commission.

The proposed auditing firm and auditors named in the above list have no relationship or conflict of interest with the Company/subsidiaries/the major shareholders or related persons to the said entities. Profiles and independent qualification of the proposed auditors are provided in Attachment No. 3.

- 2) To approve the annual audit fees and the quarterly review fees for the Company's 2023 financial statements and consolidated financial statements totaling Baht 2,675,000 (same as the year 2022) as follows:

Unit: Baht

Audit fees	Year 2023	Year 2022	Increase
1. Annual audit fee for the Company's financial statements	310,000	310,000	-
2. Annual audit fee for the Company's consolidated financial statements	832,000	832,000	-
3. Quarterly review fee for the Company's financial statements and quarterly review fee of the consolidated financial statements	1,533,000	1,533,000	-
Total audit fees	2,675,000	2,675,000	-

- 3) To acknowledge the annual audit fees for the 2023 financial statements of the Company's subsidiaries audited by KPMG Phoomchai Audit Ltd. in Thailand and other countries, the fees of which are borne by each subsidiary as follows:

Audit fees	Year 2023		Year 2022	
	Number of subsidiaries (Companies)	Amount of fee (million Baht)	Number of subsidiaries (Companies)	Amount of fee (million Baht)
1. Annual audit fees of the subsidiaries in Thailand	34	6.18	34	7.79
2. Annual audit fees of the subsidiaries outside Thailand	25 ⁽¹⁾	19.10	24	18.12
Total audit fees of all subsidiaries	59	25.28⁽²⁾	58	25.91

Remark: (1) The increase of 1 oversea subsidiary which is Go-Pak UK Limited.

(2) Total audit fees decreased due to the new selection of audit firm (2023-2027).

(The audit fees of subsidiaries for the year 2023 are subject to change pursuant to the actual number of subsidiaries and/or actual workload during the year.)

The above audit fees do not include non-audit fees. For the fiscal year ended December 31, 2022, the non-audit fees paid by the Company and its subsidiaries to KPMG Phoomchai Audit Ltd. and the companies in the group of KPMG Phoomchai Audit Ltd. were approximately Baht 4.57 million which included the review of compliance with conditions of the Thai government's Board of Investment Promotion Certificate, tax consulting, and other services, most of which were the restructuring of the subsidiaries in Vietnam in order to increase the management efficiency.

Notes: 1. Details of the appointment of the proposed auditors as the Company's auditors are as follows:

- (1) Ms. Sureerat Thongarunsang was appointed as the Company's auditor and signed the Company's financial statements for the years 2009-2010 (2 years).
- (2) Ms. Pornthip Rimdusit was appointed as the Company's auditor for the years 2010-2014 (5 years) and 2022 (1 year) and signed the Company's financial statements for the years 2011-2014 (4 years) and 2022 (1 year).
- (3) Mr. Songchai Wongpiriyaporn is an auditor who has professional experience since 2006 and has been proposed to appoint as the first-year Company's auditor for the year 2023.

The period of time which the three aforementioned auditors perform their duties is in accordance with the auditor rotation rules of SEC.

2. In 2023, the Board has agreed to propose Ms. Sureerat Thongarunsang or Ms. Pornthip Rimdusit or Mr. Songchai Wongpiriyaporn or Ms. Nawaporn Songsri from KPMG Phoomchai Audit Ltd. to be the auditors of the Company's subsidiaries in Thailand.

For the Company's subsidiaries which do not employ KPMG Audit Group to be their audit firm, the Board of Directors will supervise to ensure that their financial statements will be made on time.

3. Non-audit fee in 2023 (if any) shall vary according to categories and workload serviced by KPMG Phoomchai Audit Ltd.

Vote required: Simple majority of total number of votes of the shareholders present at the meeting and eligible to vote.

Agenda 6: To consider and approve the remuneration of the Company's Directors and Sub-committee members for the year 2023

Objectives and rationale: According to Clause 46 of the Company's Articles of Association, the Directors' remuneration and bonus shall be approved by the Shareholders Meeting. The 2022 Annual General Meeting of Shareholders held on March 29, 2022 had approved the remuneration of the Company's Directors and Sub-committee members, both of which were effective from the date of approval until the Meeting resolves otherwise, as follows:

1) Directors' remuneration

- **Monthly Remuneration**

The Board of Directors would receive a monthly remuneration at the amount of Baht 100,000 per month while the chairman would receive a monthly remuneration at the amount of Baht 150,000 per month.

- **Bonus**

The Board of Directors would receive a bonus in the amount not exceeding 0.5 percent of the dividend distributed to the Shareholders. The Board of Directors would fix the appropriate amount which would be distributed among the Directors in such manner as they themselves determined.

- **Other Types of Remuneration / Benefits** None

2) Sub-Committee Members' Remuneration

Sub-Committee	Positions	Retainer Fee (Baht/person/year)	Attendance Fee (Baht/person/year)
Audit Committee	Chairman	150,000	60,000
	Member	100,000	40,000
Corporate Governance and Nomination Committee	Chairman	120,000	45,000
	Member	100,000	30,000

Board of Directors' opinion: The Board of Directors agrees that the remuneration of the Directors and Sub-committee members shall be subject to the approval of the General Meeting of Shareholders year by year even though there is no adjustment on the remuneration rate. The Board of Directors, with recommendation of the Corporate Governance and Nomination Committee that thoroughly considered of

the fair and reasonable remuneration in accordance with the remuneration policy approved by the Board of Directors, deems it appropriate to propose the Meeting to approve the retention of the remuneration of the Directors and Sub-committee members for the year 2023, in accordance with the rules and rates approved by the previous Annual General Meeting of Shareholders, after all due circumspection of various reference data such as roles and responsibilities of the Board of Directors and the Sub-committees, the Company's business performance, and the rate compared with other leading companies in the production and services business listed in the stock Exchange of Thailand.

In 2022, the total remuneration and bonus of the Board of Directors was approximately Baht 37.2 million, not exceeding the rate approved by the meeting of shareholders. Details of the remuneration paid to the Board of Directors and Sub-committees in the year 2022 are as shown in the Key Corporate Governance Performance Report (Individual Directors' Meeting Attendance and Remuneration Payment) of 2022 Annual Report, which is provided herewith in Attachment No. 1.

Vote required: Not less than two-thirds of the total number of votes of the shareholders present at the meeting.

Agenda 7: To consider and approve the amendments to the Company's Articles of Association

Objectives and rationale: The amendments of the Public Limited Companies Act B.E. 2535 allow public limited companies to use electronic means for convening the Board of Directors' and Shareholders' meetings, delivery of notice or documents and appointment of a proxy at the Shareholders' meeting.

The Corporate Governance and Nomination Committee thoroughly considered of the above-mentioned amendments and deemed it appropriate to propose the 2023 Annual General Meeting of Shareholders to approve the amendments to the Company's Articles of Association, Clauses 8, 21, 25, 29, 36, 39 and 42 to comply with the law, as follows:

Current Articles of Association		Proposed Amendment	
Clause 8	The Board of Directors may call at any time for payment from the subscribers in respect of moneys being due on their shares. In making the call for payment of shares, a fourteen-day notice at least shall be sent by registered post, or by direct delivery to the subscribers.	Clause 8	The Board of Directors may call at any time for payment from the subscribers in respect of moneys being due on their shares. In making the call for payment of shares, a fourteen-day notice at least shall be sent by registered post, or by direct delivery to the subscribers, <u>or other methods in accordance with the law governing public limited companies and other relevant laws.</u>

Current Articles of Association	Proposed Amendment
<p>Clause 21 The Board of Directors shall call a shareholders meeting which is an annual ordinary general meeting of shareholders within four months of the last day of the fiscal year of the Company.</p> <p>The general meetings of shareholders other than the one referred above shall be called extraordinary general meetings.</p>	<p>Clause 21 The Board of Directors shall call a shareholders' meeting which is an annual ordinary general meeting of shareholders within four months of the last day of the fiscal year of the Company, <u>unless otherwise stipulated by the law.</u> The general meetings of shareholders other than the one referred above shall be called extraordinary general meetings.</p> <p><u>The Board of Directors may call and carry out a shareholders' meeting via electronic means or in conjunction with electronic means in accordance with the criteria stipulated by laws or relevant notifications.</u></p>
<p>Clause 25 At a general meeting of shareholders, a shareholder may appoint a person who is sui juris as his proxy to attend the meeting and vote on his behalf. The appointment shall be made in writing and signed by the principal, and it shall be submitted to the Chairman of the Board or the person designated by the Chairman of the Board, at the place of the meeting, before the proxy attends the meeting. The proxy form shall be as specified by the Registrar under the law governing public limited companies.</p> <p>In voting, it shall be deemed that the proxy has votes equal to the total number of votes of the shareholders who appointed the proxy, unless the proxy has declared to the meeting prior to the vote that he will vote on behalf of only certain of those principals, indicating the names of those principals and the number of shares held by each of them.</p>	<p>Clause 25 At a general meeting of shareholders, a shareholder may appoint a person who is sui juris as his proxy to attend the meeting and vote on his behalf. The appointment shall be made in writing and signed by the principal, <u>or other forms in accordance with the criteria stipulated by laws, including but not limited to made via electronic method.</u> It shall be submitted to the Chairman of the Board or the person designated by the Chairman of the Board, at the place of the meeting, before the proxy attends the meeting. The proxy form shall be as specified by the Registrar under the law governing public limited companies.</p> <p>In voting, it shall be deemed that the proxy has votes equal to the total number of votes of the shareholders who appointed the proxy, unless the proxy has declared to the meeting prior to the vote that he will vote on behalf of only certain of those principals, indicating the names of those principals and the number of shares held by each of them.</p>

Current Articles of Association	Proposed Amendment
<p>Clause 29 In calling a general meeting of shareholders, the Board of Directors shall prepare a written notice calling for the meeting that states the place, date, time, agenda of the meeting and the matters to be proposed to the meeting with reasonable detail by indicating clearly whether it is the matter proposed for information, for approval, or for consideration, as the case may be, including the opinions of the Board of Directors in the said matters, and the said notice shall be delivered to the shareholders and the Registrar for their information at least seven days prior to the date of the meeting. The notice calling for the meeting shall also be published in accordance with the law governing public limited companies and other relevant laws.</p> <p>The notice calling for the meeting shall be directly delivered to the recipient, or his representative, or sent by registered mail.</p> <p>The Board of Directors shall determine the place where the meeting mentioned in the first paragraph shall take place.</p>	<p>Clause 29 In calling a general meeting of shareholders, the Board of Directors shall prepare a written notice calling for the meeting that states the place, date, time, agenda of the meeting and the matters to be proposed to the meeting with reasonable detail by indicating clearly whether it is the matter proposed for information, for approval, or for consideration, as the case may be, including the opinions of the Board of Directors in the said matters, and the said notice shall be delivered to the shareholders and the Registrar for their information at least seven days prior to the date of the meeting. The notice calling for the meeting shall also be published in accordance with the law governing public limited companies and other relevant laws.</p> <p>The notice calling for the meeting shall be directly delivered to the recipient, or his representative, or sent by registered mail, <u>or other methods in accordance with the criteria stipulated by laws.</u></p> <p>The Board of Directors shall determine the place where the meeting mentioned in the first paragraph shall take place.</p>
<p>Clause 36 The Board of Directors shall hold a meeting at least <u>every three months</u> at the place determined by the Board.</p>	<p>Clause 36 The Board of Directors shall hold a meeting at least <u>once every three months</u> at the place determined by the Board.</p>
<p>Clause 39 Meetings of the Board can be called and carried out via electronics means, <u>and shall have the same legal effect as those held by means under the provisions of laws.</u> The meetings via electronic means shall be carried out in accordance with the criteria stipulated by laws or relevant notifications.</p>	<p>Clause 39 Meetings of the Board can be called and carried out via electronics means <u>or in conjunction with electronic means.</u> The meetings via electronic means <u>or in conjunction with electronic means</u> shall be carried out in accordance with the criteria stipulated by laws or relevant notifications.</p>

Current Articles of Association	Proposed Amendment
<p>Clause 42 In calling a meeting of the Board of Directors, the Chairman or the person assigned by the Chairman shall send a written notice calling for such meeting to the Directors not less than <u>seven</u> days prior to the date of the meeting. Where it is necessary or urgent to preserve the rights or benefits of the Company, the meeting may be called <u>by other methods</u> and an earlier meeting date may be chosen.</p>	<p>Clause 42 In calling a meeting of the Board of Directors, the Chairman or the person assigned by the Chairman shall send a written notice calling for such meeting to the Directors not less than <u>three</u> days prior to the date of the meeting. Where it is necessary or urgent to preserve the rights or benefits of the Company, the meeting may be called <u>through other methods</u> and an earlier meeting date may be chosen.</p>

Board of Directors' opinion: The Board agrees with the Corporate Governance and Nomination Committee to propose the 2023 Annual General Meeting of Shareholders to approve the amendments to the Company's Articles of Association, Clauses 8, 21, 25, 29, 36, 39 and 42, whereby the current provisions will be revoked and replaced with the amended provisions, and then submit to the authority for registration.

Vote required: No less than three quarters of the total number of votes of the shareholders present at the meeting and eligible to vote.

All shareholders are cordially invited to attend the 2023 Annual General Meeting of Shareholders (The 30th Meeting) to be held on **Tuesday, March 28, 2023 at 14:30 hours at the Athenee Crystal Hall, 3rd floor, The Athenee Hotel, Bangkok, 61 Wireless Road, Pathumwan, Bangkok 10330** as shown in the Map of the venue of the Shareholders Meeting, which is provided herewith in Attachment No. 9. The commencement for registration to attend the meeting will be from 12:30 hours.

For shareholders who wish to appoint a proxy to attend and vote on their behalf in the meeting, please kindly complete and duly sign either Proxy Form A, Form B or Form C (Form C is only for foreign investors who authorize the custodian in Thailand to keep and safeguard their shares) provided herewith as Attachment No. 10 or download them at www.scgpackaging.com and execute only one of the aforementioned forms.

In addition, shareholders may appoint the Company's independent directors as their proxies to attend the meeting and vote on your behalf by giving a clear vote instruction for each agenda item (please use Proxy Form B). The names of the independent directors not due to retire by rotation at the 2023 Annual General Meeting of Shareholders are as follows:

- 1) Mr. Prasarn Trairatvorakul
- 2) Mr. Chalee Chantanayingyong
- 3) Mrs. Pongpen Ruengvirayudh
- 4) Mr. Vanus Taepaisitphongse
- 5) Mr. Vibul Tuangsitthisombat
- 6) Mrs. Suphajee Suthumpun

Profiles of the Independent Directors proposed to be proxies are provided herewith as Attachment No. 4.

Shareholders who wish to attend the meeting by themselves or proxies are requested to wear a face mask all the time and test with Antigen Test Kit (ATK) before attending the Shareholders meeting if they may encounter with signs of PUI (Patients Under Investigation) or suspected infection of the following symptoms such as a body temperature of 37.5 degrees Celsius and over, or cough, runny nose, sore throat, sneezing, headache, loss of sense of smell or taste, diarrhea, conjunctivitis, rash on skin, rapid breathing, shortness of breath, or difficulty breathing.

In this regard, shareholders are encouraged to submit questions in advance to the Annual General Meeting of Shareholders by Tuesday, March 21, 2023, via channels provided (please use the Form for submission of questions in advance provided herewith as Attachment No. 8). Questions will then be gathered, and only those directly related to the agenda items where voting is involved will be addressed during the meeting. The shareholders or proxies attending the Meeting are requested to submit their questions in writing and only those directly related to the agenda items where voting is involved will be addressed during the meeting. The remaining questions and suggestions will be summarized and attached to the minutes of the Annual General Meeting of Shareholders, which will be disclosed on the SET Portal and published on the Company's website within 14 days of the date of the Annual General Meeting of Shareholders.

The Company truly appreciates your understanding and looks forward to your continued cooperation.

Yours faithfully,

Bangkok, February 24, 2023

By the instruction of the Board of Directors



(Ms. Wararee Toah-ngern)
Company Secretary

- Notes:**
1. To attend the 2023 Annual General Meeting of Shareholders, the Company has sent the Registration Form with barcode together with the Notice to the shareholders via post.
 2. The Notice to shareholders and its attachments are also publicized on the Company's website (www.scgpackaging.com). For any queries, please forward your questions to the E-mail address: scgp_corporatesecretary@scg.com or registered post to Corporate Secretary Office, SCG Packaging Public Company Limited, 19th Floor, SCG 100th Year Building, 1 Siam Cement Road, Bangsue District, Bangsue Sub-District, Bangkok 10800 or fax to 02-586-3007, with the complete contact information.
 3. Should you need the printed supporting documents for the 2023 Annual General Meeting of Shareholders, please fill the details in the "Requisition Form of Notice of the 2023 Annual General Meeting of Shareholders and/or 2022 Annual Report and/or 2022 Sustainability Report " attached in Attachment No. 11.
 4. The Company has announced Privacy Notice, to notify the shareholders of details about the collecting, use, and disclosure of your personal data. Please see further details at www.scgpackaging.com.
 5. For shareholders with escorts, please be informed that your escorts are welcome to join the guest area during the meeting.
 6. Please refrain from taking photos, videos or voice recordings of the meeting.

For more information, please contact:

Ms. Wararee Toah-ngern or Ms. Karnchanaporn Puangsuwan or Ms. Pimchanok Na Patthalung

Corporate Secretary Office, SCG Packaging Public Company Limited

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