

- Translation -

PCC-IR 008/2024

April 1, 2024

Subject: Invitation to the 2024 Annual General Meeting of Shareholders

Attention: Shareholders of Precise Corporation Public Company Limited

Enclosure:

1. The 2023 Annual Form 56-1 One Report for the year ended 2023 accessible through QR Code
2. Information of individuals nominated as the directors to replace the directors retired by rotation and qualifications of the Independent Directors of the Company (Supporting document for Agenda 4 and 5)
3. Details of remuneration of the Board of Directors and Subcommittees for year 2024 (Supporting document for Agenda 6)
4. Information of the proposed auditors for the year 2024 (Supporting document for Agenda 7)
5. Company Articles of Association for the Meeting of Shareholders
6. Instruction on the Registration Procedure, Documents for registration, Proxy and Voting in the Annual General Meeting of Shareholders
7. Proxy Form A , Form B and Form C.
8. Information of the Independent Directors proposed by the Company as proxy of shareholders
9. Request Form for the 2023 Annual Report and Financial Report (Form 56-1 One Report) in Document format.
10. Map of Shareholder's Meeting Venue
11. Notice of Personal Data Protection Act (PDPA)

The Board of Directors' Meeting of Precise Corporation Public Company Limited had resolved to convene the 2024 Annual General Meeting of Shareholders on Monday April 29, 2024 at 14.00 hrs. at Magnolia 2 Room, 4th Floor, TK3 Building, TK Palace Hotel & Convention, No. 54/7 Chaengwattana Soi 15, Chaengwattana Road, Thung Song Hong, Laksi, Bangkok 10210, Thailand in order to consider and approve following agendas:

Agenda 1

To consider and acknowledge Annual Performance Report for the Year 2023

Fact and Reason:

The Company disclosed the operating result and significant changes for the year 2023 which forms part of the Form 56-1 One Report for the year 2023 which can be downloaded via QR Code as specified in the invitation notice of this meeting, as details provided in Enclosure no.1

The Board's Opinion: The Board of Director was of the opinion that it was appropriate for the shareholder's meeting to acknowledge the report on the Company's performance and significant changes for the year 2023.

Voting: This agenda is for acknowledgement and voting is not required.

Agenda 2 To consider and approve the Financial Statement for the year ended December 31, 2023

Fact and Reason: In compliance with the Public Company Limited Act B.E. 2535 (as amended), Section 112 and the Company's Articles of Association, Article 39, the Company must prepare annual financial statement ending at the Company's fiscal year and arrange to be audited by an auditor prior to proposing to the Shareholders' meeting for approval.

The Company's financial statements for the year ended December 31, 2023 has been audited by certified public accountant and reviewed by the Audit Committee and the Board of Directors. Details are in "Financial Statement" section as shown in the 2023 Form 56-1 One Report for the year 2023, which is in QR Code format. This was sent to the shareholders together with this invitation letter. (Details are shown in Enclosure No. 1). The summary of the detail are as follows:

Unit: Million Baht

Transaction	Consolidated Financial Statement	Separate Financial Statement
Total Asset	6,576.97	2,600.99
Total Liabilities	3,311.43	62.21
Total Shareholders' Equity	3,265.55	2,538.78
Paid-Up Registered Capital	1,226.62	1,226.62
Total Revenue	4,625.53	348.15
Total Profit (Loss) for the year	348.93	273.25
Profit per share (baht/share)	0.264	0.223

Audit Committee's Opinion: The Audit Committee has considered and reviewed the annual financial statements of the Company for the year ended December 31, 2023, which have been audited and signed by the auditor from EY Office Limited, and deems it appropriate to propose that the Board of Directors submit the Company's financial statements for the year ended December 31, 2023 to the Annual General Meeting of Shareholders for consideration and approval.

The Board's Opinion: The Board of Directors deems it appropriate to propose to the 2024 Annual General Meeting of Shareholders to consider and approve the Financial Statement for the year ended December 31, 2023 which has been audited by the Company's auditor, reviewed by the Audit Committee who was of the view that the financial statements are correct.

Voting: This agenda requires the approval of the meeting by a majority vote of shareholders attending and casting the votes at the meeting.

Agenda 3 To consider and approve the allocation of the earnings appropriations for the year 2023 as the Company's legal reserve and Dividend Payment

Fact and Reason: In compliance with the Public Company Limited Act B.E. 2535 (as amended), Section 116 and the Company's Articles of Association, Article 45, it is required that part of the annual net profit be allocated as a legal reserve for not less than 5% of the annual net profit less the accumulated loss brought forward (if any) until the reserve fund is not less than 10% of the registered capital and Section 115 of Public Limited Company Act B.E. 2535 (as amended) and the Company's Article of Association, Article 44 which stipulates that payment of dividend must be proposed to the shareholders' meeting for approval or the Board of Directors may pay interim dividends to shareholders from time to time when it was seen that there is enough profit to do so. When dividends had been paid, the report must be informed to shareholders at the next meeting.

The Company has a policy to pay a dividend of not less than 40% of net profit in the Company's separate financial statement after deducting corporate income tax, legal reserve of each year. However, the dividend payment may change from the specified rate depending on performance, financial status, investment requirement, liquidity, necessity and other appropriateness that the Board of Directors deems appropriate.

For the year 2023, the Company has a net profit from the Separate Financial Statement of 273,245,954.00 baht and the Company has registered capital of 1,226,619,100 baht at the end of the fiscal year on December 31, 2023. The details of which are shown in the annual financial statements of the Company for the year ended December 31, 2023 contained in the Form 56-1 One Report for the year 2023. The Company deems it appropriate to propose the shareholders to approve the allocation of profits as legal reserve and dividend payment from the operating results.

Boards' Opinion: The Board of Directors deems it appropriate to propose to the 2024 Annual General Meeting of Shareholders to consider and approve the dividend payment for the accounting period ended on December 31, 2023 in accordance with the following details:

- (1) Allocation of net profit as legal reserve in the amount of 13,662,300.00 baht, equivalent to 5% of the net profit of the Company's separate financial statements for the year ended 2023 in the amount of 273,245,954.00 Baht. Such allocation caused legal reserve of the Company to reach the minimum amount as required by law.
- (2) The dividend payment in respect of the results of operation of the Company for the year ended December 31, 2023 at Baht 0.14 per share out of the net profit for the

company's ordinary shares in the amount of 1,226,619,100 shares, representing a total dividend of 171,726,674.00 baht

In addition, the Board deems it appropriate to propose to the 2024 Annual General Meeting of Shareholders to acknowledge the interim dividend from unappropriated retained earnings for the half-year performance from January 1, 2023 to June 30, 2023 as approved by the Board of Directors of the Company No. 8/2023 held on October 20, 2023 in which the Board has approved the interim dividend payment to the shareholders in amount of THB 73,597,146.00 at rate of THB 0.06 per share which has been paid on November 20, 2023, combining with the dividend payment in this round, it will be equivalent to a total dividend payment of THB 0.20 per share, representing 89.78 percent proportion of the net profit of the separate financial statement. As a result, the company has remaining dividend from the 2023 performance, which must be distributed at approximately 171,726,674.00 Baht, equivalent to a rate of 0.14 Baht per share.

Comparison of dividend distribution in the year 2023 with the preceding year is summarized as follows:

Details of Dividend Payment	2023	2022
1. Net profit (million Baht)	273.25	186.43
2. Ordinary share (million shares)	1,226.62	1,226.62
3. Net profit per shares (Baht)	0.223	0.190*
4. Proportion of Dividend to be paid per share (Baht)	0.200	0.629**
5. Total Dividend to be paid (Baht)	245.32	621.70
6. Proportion of dividend on net profit (Percent)	89.78	331.99

*earnings per share is calculated by dividing earnings for the year. Divided by the weighted average number of 983.54 million shares of common stock issued during the year

**The dividend payment from the Company's performance for the year 2022 at the rate of THB 0.14 per share, and from retained earnings 2022 at the rate of THB 0.4893 per share

From the above table, it showed that the dividend payment rate has been paid according to the company's dividend policy not less than 40% of net profit of separate financial statement (the number of share currently issued and paid is equal to 1,226,619,100 shares, with the right to received dividend for 1,226,619,100 shares)

- (3) The dividend shall be paid to entitled shareholders whose names appear on the name list of shareholders as of the Record Date of May 7, 2024 and the dividend shall be paid on May 28, 2024. However, the right to receive the above-mentioned dividend is uncertain as it has not been approved by shareholders.

Voting: This agenda requires the approval of the meeting by a majority vote of shareholders attending and casting the votes at the meeting.

Agenda 4 To approve the appointment of the directors to replace those retiring by rotation

Fact and Reason: In order to comply with the Public Company Limited Act B.E. 2535 (as amended), and the Company's Articles of Association, Article 18 which stipulated that in the Annual General Meeting of Shareholders, the directors must retire from office at least one-third (1/3) of the total number of directors. If the number of directors cannot be divided into three parts, the number closest to one-third (1/3) shall retire but may be re-elected. At the 2024 Annual General Shareholders' Meeting, there are three directors to be retired by rotation, namely:

	Name	Position
1.	Mr. Achitsak Bunjongpotiklang	Independent Director, Chairman of the Board of Directors
2.	Ms. Sudarat Tangsoontornkij	Independent Director, Member of the Audit Committee, Member of the Nomination and Remuneration Committee
3.	Mr. Ketinart Sumrit	Director

In order to comply with the policy of promoting good corporate governance and showing fair and equitable treatment to all shareholders, the Company has given rights to minority shareholders to nominate persons who have considered that they have the qualifications to be considered as a director of the company at the Annual General Meeting of Shareholders for the Year 2024 in advance from November 1, 2023 until November 30, 2023. The company has published the rules and guidelines that the company Defined on the Company's website. However, after the expiration of the period It appears that no shareholder nominated any person.

The Nomination and Remuneration Committee (excluding interested committees) has proceeded with the selection procedure under the criteria for the selection of directors of the company. The committees shall consider the qualifications, experience, skills, and expertise in the field as well as the composition of the total number of directors of the Company and former efficiency and performance. The Committee is of an opinion that the three directors are qualified according to the Public Limited Company Act B.E. 2535 (and its amendments) and the Notification of the Stock Exchange of Thailand, the Office of the Securities and Exchange Commission Securities and Exchange Commission, and the Capital Market Supervisory Board. Moreover, all 3 directors have no prohibited qualifications to be appointed as a director under the regulations of the Office of the Securities and Exchange Commission and have qualifications, experience and expertise suitable for the Company's business operations, especially, in the area of business management which is beneficial to the Company's business. Formerly, all directors efficiently performed their duties as directors and sub-committees as well as provided useful opinions and recommendations to the Company's operations.

Furthermore, the Selection Committee has considered and is of an opinion that Mr. Achitsak Bunjongpotiklang and Ms. Sudarat Tangsoontornkij are qualified as an independent director according to the criteria specified by the Company. Both have extensive experience and expertise which is beneficial to the Company's business operation and also are able to independently provide opinion and recommendation regarding the Company's operation according to relevant regulations and laws for the best benefit of the Company.

For the maximum benefit of the Company, the Nomination and Remuneration Committee (excluding interested committees), therefore, individually voted and agreed to propose to the Board of Directors to propose to the meeting of shareholders to elect all 3 retired directors to be an independent director, the Board of Directors, and sub-committees of the Company for another term.

The Board's Opinion: The Board of Directors, excluding the nominated directors, has thoroughly and carefully considered through the screening process under the criteria for the selection of the board of directors and agreed that all 3 nominated directors are qualified under the Public Limited Company Act B.E. 2535 (and its amendments) and the Notification of the Stock Exchange of Thailand, the Office of the Securities and Exchange Commission, and the Capital Market Supervisory Board and has no prohibited characteristics to be appointed as a director according to the regulations of the Office of the Securities and Exchange Commission. Moreover, the nominated directors have qualifications, experience, and expertise suitable for the Company's business operation, especially, in the area of business management which is beneficial to the Company's business. During the previous term, all directors efficiently performed their duties as directors and sub-committees and provided useful opinions and recommendations to the Company's operations the Selection Committee has considered and in an opinion that Mr. Achitsak Bunjongpotiklang and Ms. Sudarat Tangsoontornkij are qualified as an independent director under the criteria specified by the Company, which is in accordance with the requirements of the Securities and Exchange Commission or the Stock Exchange of Thailand. Both have extensive experience and expertise which is beneficial to the Company's business operation and also are able to independently provide opinion and recommendation regarding the Company's operation according to relevant regulations and laws for the best benefit of the Company. Therefore, the Board of Directors agree with the proposal of the Nomination and Remuneration Committee and propose to the meeting of shareholders to re-appoint retired directors which are (1) Mr. Achitsak Bunjongpotiklang (2) Ms. Sudarat Tangsoontornkij and (3) Mr. Ketinart Sumrit to be an independent director, the Board of Directors and sub-committee for another term.

Credentials of the 3 persons are provided in the Enclosure 2. In this regard, the nominees No. (1), and (2) are qualified in accordance with the Company's definition of Independent Director.

Voting: The resolution of this agenda requires the majority of the total number of votes of the shareholders who attend the meeting and cast their votes. Each shareholder can elect one person or several persons to be director but cannot divide the votes for any director more or less than other directors. In order to comply with good corporate governance in this election, the Company will propose to the Shareholders' meeting to vote for election of directors individually.

Agenda 5 To approve the increasing of the total number of directors and the appointment of a new Director

Fact and Reason: To be consistent with business growth and increase efficiency in corporate governance and risk management, it is necessary to have experts with knowledge and abilities to join in managing the company for maximizing the benefits for the company's operations

The Board's Opinion: The Board of Directors deems it appropriate to propose to the 2024 Annual General Meeting of Shareholders to consider and approve the appointment of a new director, thereby increasing the current number of directors from 10 to 11. Therefore, the Company would like to propose the appointment of the new director, Ms. Nicha Nutchayangkul, whose qualification is in compliance with the Public Company Limited Act B.E. 2535 (as amended), and the Notification of the Stock Exchange of Thailand, the Office of the Securities and Exchange Commission Securities and Exchange Commission, and the Capital Market Supervisory Board, and has no prohibited qualifications to be appointed as a director according to the Notification of the Stock Exchange of Thailand, as details provided in Enclosure no.2.

Voting: This agenda requires the approval of the meeting by a majority vote of shareholders attending and casting the votes at the meeting.

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

Fact and Reason: In order to comply with the Public Company Limited Act B.E. 2535 (as amended), and the Company's Articles of Association, Article 30 which stipulated that the remuneration of directors shall be in accordance with the resolution of the shareholders' meeting which consisting of votes of not less than two-thirds (2/3) of the total number of votes of the shareholders attending the meeting.

The Nomination and Remuneration Committee had considered remuneration for directors by taking into account the appropriateness of type and relevance to the company's operating results which is related with the general market conditions (Market Norm) and the same industry including experience and suitability in performing duties and responsibility of directors. The Nomination and Remuneration Committee deems it appropriate to propose the Board of Directors to propose to the Annual General Meeting of Shareholders to consider the remuneration for the Board of Directors and sub-committees for the year 2024 as detailed below: (Enclosure no. 3)

Monetary compensation : proposed for consideration as under:

- Monthly compensation

(Unit: Baht/Month)

Position	Board of Director	Audit Committee	Nomination and Remuneration Committee	Corporate Governance and Sustainability Committee	Risk Management Committee	Other sub-committees that may be appointed by the Board of Directors as necessary and appropriate in the future
	Year 2024	Year 2024	Year 2024	Year 2024	Year 2024	
Chairman	40,000	20,000	-	-	-	-
Director	20,000	15,000	-	-	-	-

- Meeting allowance

(Unit: Baht/time)

Position	Board of Director	Audit Committee	Nomination and Remuneration Committee	Corporate Governance and Sustainability Committee	Risk Management Committee	Other subcommittees that may be appointed by the Board of Directors as necessary and appropriate in the future
	Year 2024	Year 2024	Year 2024	Year 2024	Year 2024	
Chairman	20,000	10,000	10,000	10,000	10,000	10,000
Director	10,000	10,000	10,000	10,000	10,000	10,000

It is noted that the executive directors of the Company shall not be entitled to the remuneration and bonus as the directors and members of the Subcommittees of the Company.

Compensation/other benefit-in-kind that are not monetary : None

The Board's Opinion: The Board of Directors considered it appropriate to propose to the Shareholders' Meeting to consider approving the determination of remunerations for directors and various standing committees and meeting allowance for 2024 as proposed.

Voting: The resolution of this agenda requires the vote of not less than two-thirds (2/3) of the total number of votes of the shareholders attending the meeting.

Agenda 7 To consider and appoint the auditors and fix the audit fee for the year 2024

Fact and Reason: In order to comply with the Public Company Limited Act B.E. 2535 (as amended), and the Company's Articles of Association, Article 41 which stipulated that in Annual General Meeting must have agenda for appointing an auditor and determine audit fee. An auditor who has vacated office has the right to be re-elected. The auditor must not be a director, employee, or person holding any position in the company.

However, with reference to the Notification of the Capital Market Supervisory Board which prescribes that in the occurrence that the auditor of a listed company in the Stock Exchange of Thailand has performed his/her duties on reviewing or auditing and expressing opinion on the financial statements of such listed company for more than seven (7) accounting periods (regardless of consecutiveness), such listed company must rotate its auditor. The listed company may re-appoint the same auditor who is retired by rotation pursuant to the aforementioned condition only if it passes the lapse of at least five (5) consecutive accounting periods from the date on which such auditor has vacated from his/her duty. The listed company may appoint a new auditor from the same audit firm as that of the previous auditor.

Audit Committee's Opinion: The Audit Committee considered the selection of the auditors for the year 2024 based on the quality of the accounting firm, experience, knowledge, expertise, independence of the auditor, and appropriateness of remuneration. The company's Board of Directors approved the appointment of EY Office Limited as the auditors, as the Audit Committee believes that EY Office Limited meets the operational standards and has an understanding of the group of the company's business, along with an appropriate remuneration.

The proposed audit firm and auditors have no relationship or conflict of interest with the Company/subsidiaries/managerial staff/major shareholders, or persons related to the said parties and the auditors proposed for appointment are not shareholders of the Company and therefore are independent in auditing and expressing opinions on the Company's financial statements.

The Board's Opinion: The Board of Directors considered it appropriate to propose to the Annual General Meeting of Shareholders to appoint EY Office Limited as the Company's Auditor for the year 2024 whose names were as follows:

Appoint Auditor from EY Office Limited:

1. Ms. Naraya Srisukh (Certified Public Accountant No. 9188) and/or
2. Ms. Rosaporn Decharkom (Certified Public Accountant No. 5659) and/or
3. Ms. Nummon Kerdmongkhonchai (Certified Public Accountant No. 8368) and/or
4. Ms. Wilaiporn Chaowiwatkul (Certified Public Accountant No. 9309)

By assigning one of the above auditors to audit and express opinions on the Company's financial statements and sign the audit report of the Company and in the event that the aforementioned auditors are unable to perform their duties, EY Office Limited may assign other auditors of EY Office Limited to audit and express opinions on the Company's financial statements and sign the audit report of the Company in place of such auditor. Information about history and work experience of each auditor appear in the Enclosure No. 4 and determine the audit fee for the year 2024, the fees for reviewing quarterly

financial statements, annual financial statements and consolidate financial statement totaling 1,370,000 Baht. Excluding the miscellaneous expenses (If any)

Compared of audit fees for 3 years

Details	Year 2024 (for consideration)	Year 2023	Year 2022
Audit fee	1,370,000	1,500,000	1,850,000
Other expenses	N/A	N/A	N/A

Voting: This agenda requires the approval of the meeting by a majority vote of shareholders attending and casting the votes at the meeting.

Agenda 8 Any other businesses (if any)

The Board's Opinion: The Board of Directors considered it appropriate to set an agenda for other matters at every Shareholders' Meeting to allow shareholders to ask questions, discuss matters and/or give suggestions to the Board and/or the Management of the Company.

Additionally, the Company had offered an opportunity for shareholders to propose agenda items for the Annual General Shareholders' Meeting 2024 in advance November 1, 2023 until November 30, 2023. the details, criteria and procedures of which are on the Company's website (<http://www.precise.co.th>). However, there was no shareholders proposed any agenda items for the Annual General Shareholders' Meeting 2024, thus there was no additional agenda item from shareholders.

The Company would like to invite the shareholders to the 2024 Annual General Meeting on Monday April 29, 2024 at 14.00 hrs. at Magnolia 2 Room 4th Floor, TK 3 Building, TK Palace Hotel & Convention, No. 54/7 Chaengwattana Soi 15, Chaengwattana Road, Thung Song Hong, Laksi, Bangkok 10210 and the registration will be available at 13.00 hrs. The Company will proceed the meeting in accordance with the Article of Association in concerning about the Shareholders' Meeting and the Voting as provided in Enclosure 5, as well as, the Company also attached the conditions and registration method, presentation of documents to attend the meeting, proxy and voting in the shareholders' meeting in Enclosure 6

In addition, for the convenience of shareholders, if a shareholder wishes to appoint another person or independent director to attend and vote on his/her behalf in this meeting, please fill in and sign the Proxy Form B, or Form C as provided in Enclosure 7 or download Proxy Form A. or B. or C. (Form C. is applicable only to foreign shareholders as registered in the registration book who have a custodian in Thailand) from the Company's website at www.precise.co.th. Alternatively, shareholder may authorize one of the Company's Independent

Directors to attend and vote on his/her behalf. Details of the Independent Directors proposed by the Company as proxy of shareholders can be found in Enclosure No. 8 as enclosed herewith.

In this regard, any shareholder wishing to appoint another person or Independent Director proposed by the Company as his/her proxy to attend and vote at the meeting on his/her behalf is asked to fill in and sign the proxy form and deliver it, together with the required documents, to the Company by Thursday April 25, 2024 with attention to the Office of Company Secretary of Precise Corporation Public Company Limited, 1842 Krungthep-Nonthaburi Road, Wongsawang, Bangsue, Bangkok 10800 in order to collect the proxy forms and pass to the Chairman of the Meeting.

In case of any shareholder would like to have the Form 56-1 One Report for the year ended 2023 in document format, please fill in the request from in Enclosure 9.

The Company determined the name of shareholders who are entitled to attend the 2024 Annual General Meeting of Shareholders on March 12, 2024 (Record Date).

Please be informed accordingly and please attend the meeting on the date, time and place provided at beginning of this invitation notice. Also please kindly bring all documents as stated in the proxy form for registration. The Company has attached Maps of the Meeting's venue together with this invitation notice as Enclosure 10.

Yours Sincerely

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(Mr. Kliti Sumrit)

Chief Executive Officer