



HANA
Microelectronics Public Company Limited

Notice of 2020

Annual General Meeting of Shareholders

On Thursday, 30 April 2020 at 14.00 hrs.

For registration, shareholders and/or proxies who attend the AGM please bring the Barcode AGM Invitation Form and the completed Proxy Form (in case of proxy) as well as identification evidence.

Registration starts at 12:30 hrs. – No souvenir giving and no lunch provided but the Company do prepare snack boxes for shareholders' meeting.

To prevent the outbreak of the Coronavirus Disease 2019 (COVID-19), the Company requests the cooperation from shareholders even those who are not at risk should appoint the Company's independent directors as their proxy, instead of attending in person.

In case that the shareholders still want to attending the AGM, please ensure the full understanding and strictly compliance with the guideline for shareholders attending the meeting in regards to the outbreak of the Coronavirus Disease 2019 (COVID-19) in attachment no. 4 page 33.

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Document sent by postmail to shareholders

1. Barcode AGM Invitation Form for the meeting registration and QR Code to download following digital documents.
 - 1.1 Notice of 2020 AGM in PDF file
 - 1.2 2019 Annual Report in PDF file
2. Summary of the meeting agenda items and the opinion of the Board of Directors



HANA Microelectronics Public Co., Ltd.

65/98 Soi Vibhavadi-Rangsit 64 Junction 2, Kwang Talad Bankhen, Khet Laksi,
Bangkok 10210, Thailand
Tel: 0 2551 1297-8 Fax: 0 2551 1299

31 March 2020

Subject: Notice of the Annual General Meeting of Shareholders No. 27/2020
To: Shareholders of Hana Microelectronics Public Company Limited

Notice is hereby given that the Annual General Meeting No. 27/2020 of Hana Microelectronics Public Co., Ltd. will be held at **the Company's Headquarters, 65/98 Soi Vibhavadi-Rangsit 64 Junction 2, Kwang Talad Bankhen, Khet Laksi, Bangkok 10210, Thailand on Thursday, 30 April 2020 at 14:00 hrs.**

Agenda of the Meeting

Agenda 1: To approve the Minutes of the Annual General Meeting of Shareholders No. 26/2019 that was held on 30 April 2019

Facts and Reasons: The Minutes of the Annual General Meeting of Shareholders No. 26/2019 that was held on 30 April 2019 as detailed per attachment No. 1 has been submitted to the Stock Exchange of Thailand and the Ministry of Commerce within the prescribed timeline, and posted to the Company website www.hanagroup.com.

Board's opinion: The Meeting Minutes No. 26/2019 was recorded completely and accurately. The Board recommends to shareholders that the Minutes of the Annual General Meeting of Shareholders No. 26/2019 should be approved.

Special interest of independent directors in this agenda: None

Agenda 2: To acknowledge the Company's operation results for the year 2019

Facts and Reasons: The Company performance during 2019 is presented in the Annual Report.

Board's opinion: The Board recommends to shareholders to acknowledge the operation results of the Company for the year 2019 as proposed.

Special interest of independent directors in this agenda: None

Agenda 3: To approve the financial statements for the fiscal year ended 31 December 2019

Facts and Reason: In compliance with the Public Companies Act, the Company must prepare the financial statements at the end of fiscal year and ensure that they are audited by the auditor before presenting them to shareholders' approval. Details are in the Annual Report under the section of Financial Statements.

Board's opinion: The Board recommends to shareholders that the audited financial statements for the financial period year ended 31 December 2019 and

the auditor's report, all of which have been reviewed by the Audit Committee, be approved as proposed.

Special interest of independent directors in this agenda: None

Agenda 4: To approve the dividend payment for the year 2019

Facts and Reasons: The dividend policy of the Company is 30% to 100% of its consolidated net income after deduction of all specified reserves, subject to the Company and its subsidiaries' cash flow and investment plans, including justifications and other considerations as deemed appropriate.

In consideration of the dividend policy and the Company's performance in 2019, the Board recommends to pay the final dividend for the financial year ended 31 December 2019 at Baht 0.65 per share with the Record Date on 10 March 2020 and the dividend payment made on 15 May 2020. The dividend of Baht 0.35 per share is paid from the net profit and retained earnings from BOI promoted businesses which has the tax exemption and another Baht 0.30 is paid from the net profit and retained earnings from Non-BOI businesses which is subjected to 10% withholding tax so the final dividend paid is Baht 0.62 per share net.

The Company paid an interim dividend from the net profit of the first six month period of 2019 at the rate of Baht 0.65 per share on 8 November 2019. The dividend of Baht 0.25 per share was paid from the net profit from BOI promoted businesses which had the tax exemption and another Baht 0.40 was paid from the net profit from Non-BOI businesses which was subjected to 10% withholding tax so the net dividend paid was Baht 0.61 per share. Therefore, the total dividend payment for the financial year ended 31 December 2019 will be Baht 1.30 per share gross or Baht 1.23 per share net.

The dividend payment of the year 2019 is in accordance with the dividend policy of the Company. The comparison of dividend payment with last year is as follows.

Details of Dividend Payment	The fiscal year ended December 31, 2019 (Proposed)	The fiscal year ended December 31, 2018
1. Net Profit (based on consolidated financial statements) (Baht)	1,804,584,459	2,375,222,598
2. Number of shares (share)	804,878,860	804,878,860
3. Earning per share (Baht/share)	2.24	2.95
4. Total dividend (Baht/share)	1.30	2.00
• Interim dividend	0.65	1.00
• Final dividend	0.65	1.00
5. Total Dividend paid (Baht)	1,046,342,518	1,609,757,720
6. Percentage of total dividend payment against the net profit	58%	68%

Board's opinion: Given due consideration to the Company's profit, cash flow and balance sheet position, the Board recommends to shareholders to acknowledge the interim dividend payment on 8 November 2019 at the rate of Baht 0.65 per share and to approve the final dividend payment from the

retained earnings and net profits of the financial year ended 31 December 2019 to be Baht 0.65 per share. The total 2019 dividend payment will be Baht 1.30 per share, or Baht 1,046 million. For the final dividend Baht 0.65, the Board had determined the record date on 10 March 2020 and the payment date on 15 May 2020. The right to receive the final dividend depends on the resolutions of the Annual General Meetings of Shareholders.

Special interest of independent directors in this agenda: None

Agenda 5: To approve the re-appointment of directors in place of those retired by rotation

Facts and Reasons: According to the Company's Articles of Association, one-third of directors, who have served the longest term, must retire by rotation at Annual General Meeting. This year, directors whose tenure has ended are:

1. Mr. John Thompson to be re-elected as an independent director
2. Mrs. Salakchitt Preedaporn to be re-elected as an independent director

From 27 September - 31 December 2019, the Company invited shareholders to propose candidates to be elected as the directors, and no proposals were raised by shareholders. Therefore, the Nomination Committee has considered both directors who are subject to retirement by rotation and proposed to re-elect each director as detailed per attachment no. 2 due to being satisfied with their performance, their balance of knowledge and skills combined with their diversity and business experience which provides a major contribution to the proper functioning of the Board and its committees.

Board's opinion: The Company has given the opportunity to its shareholders to nominate candidates to be elected as the directors but no proposals were submitted. Therefore, the Board upon the recommendation of the Nomination Committee, considered those two directors for the re-election. Through the screening process, the Board has determined that both Mr. John Thompson and Mrs. Salakchitt Preedaporn, independent directors, have the qualifications appropriate to the business operation of the Company so the Board recommends shareholders to approve the appointment of two directors to be re-elected for another term.

Special interest of independent directors in this agenda: Both Mr. John Thompson and Mrs. Salakchitt Preedaporn have the interest in this agenda

Agenda 6: To approve the directors' remuneration for the year 2020

Facts and Reasons: The remuneration of directors is considered according to the scope of responsibilities of individual director, the Company's overall performance and the market conditions. The remuneration has been determined by the Board and proposed to shareholders for approval. The basis of remuneration is to pay to the independent directors for the meeting attendance fee and incentive fee while the executive directors shall receive the remuneration as the Company's employees.

Board's opinion: The Board after due consideration recommends the shareholders to approve the total Board remuneration for the year 2020 not over than Baht 5,000,000. The Board proposed the directors' fees at the same rate as the year 2019.

The total package compared to last year is as follows.

Directors' Remuneration	Y2020 (Proposed)			Y2019		
Position	Meeting Allowance	Bonus	Other benefits	Meeting Allowance	Bonus	Other benefits
Chairman of the Board	Baht 92,000/time	Min. 1 time depend on the Company performance	None	Baht 92,000/time	Min. 1 time depend on the Company performance	None
Independent Directors	Baht 55,000/time	Min. 1 time depend on the Company performance	None	Baht 55,000/time	Min. 1 time depend on the Company performance	None
Executive Directors*	None	None	None	None	None	None

* There is no remuneration for executive directors as they receive the remuneration as the Company's management/employees, not as the Board of Directors.

Special interest of independent directors in this agenda: All of independent directors have the interest in this agenda.

1. Mr. John Thompson, the Chairman of the Board
2. Mrs. Salakchitt Preedaporn, the independent director
3. Mr. Yingsak Jenratha, the independent director

Besides the Board's remuneration above, none of independent directors have any special interest.

Agenda 7: To approve the appointment of the Company's auditors for the year 2020 and to fix their remuneration

Facts and Reason: In compliance with the Public Companies Act, shareholders shall approve the appointment of auditors and determine the audit fee for each fiscal year. The Audit Committee has considered and proposed the appointment of the external auditors from EY Office Limited to be the Company's auditors in 2020 and proposed the remuneration fees not exceeding Baht 2,600,000.

Board's opinion: Upon the consideration of Audit Committee, the Board recommends to shareholders to approve the auditors' appointment and the remuneration as follows.

1. Ms. Kamontip Lertwitworatep, C.P.A. Registration No. 4377 and/or
2. Mrs. Sarinda Hirunprasurtwutti, C.P.A. Registration No. 4799 and/or
3. Mr. Wichart Lokatekrawee, C.P.A. Registration No. 4451

of EY Office Limited as the auditors of Hana Microelectronics Public Co., Ltd. In addition, EY Office Limited will be appointed as the auditor of the subsidiaries in Thailand for the year 2020 as details per attachment 3.

The proposed auditors have experiences, skills, and qualification suitably to serve as the auditors of the Company while EY Office Limited has been providing the adequacy and quality of services and maintained a strong independent position throughout their services with the Company. In the event those auditors are unable to perform their duties, EY Office Limited is authorized to assign another of its auditors to perform the audit and express an opinion on the Company's financial statements in their place.

The Board upon the consideration of the Audit Committee recommends the shareholders to approve the audit fees for the year 2020 in the amount not exceeding Baht 2,600,000.

The comparison of the auditors' remuneration with the previous year is as follows.

Audit Fee

Auditor's remuneration	Y2020 (Proposed)	Y2019	% change
• Financial audit fees	2,450,000	2,450,000	
• System migration (one time charge)	150,000	-	
Total	2,600,000	2,450,000	6.12%

Remark:

- 1) System migration audit fee of Baht 150,000 is due to the implementation of SAP S/4HANA Enterprise Resource Planning (ERP) system at the beginning of 2020 which shall be charged for financial year ending 2020 only.
- 2) The fee is excluded out-of-pocket expenses such as travel expenses and others which the Company paid the actual expenses incurred.

Non-Audit Fee

Non-audit fees	Y2020 (Proposed)	Y2019	% change
1. BOI audit fee (Baht/certificate)	90,000	90,000	-
2. Inventory destruction audit fee (Baht/time)	20,000	20,000	-
3. Other non-audit fees (Baht)	None	None	-

Remark:

- 1) The BOI audit fee depends on the number of BOI certificates each year.
- 2) The inventory destruction fee depends on the number of inventory disposition each year.

Special interest of independent directors in this agenda: None

Agenda 8: To consider any other business

-

The Shareholder Register Book for the right to attend the Annual General Meeting of Shareholders shall be recorded on 10 March 2020. You are cordially invited to attend the meeting at the above-mentioned date, time and venue. To facilitate the answering of questions that are intended to be asked at the meeting, shareholders are encouraged to send questions related to the meeting agenda in advance to the Company (see attachment No. 5 as guidance).

By order of the Board of Directors,



(Mr. John Thompson)
Chairman of the Board



(Mr. Richard David Han)
Executive Vice Chairman

The Company Secretary: Ms. Jirapa Kongmanee
Tel: 66 2551 1297-8 ext. 117, Fax: 66 2551 1299
E-mail: jirapak@hanabk.th.com



HANA Microelectronics Public Co., Ltd.

65/98 Soi Vibhavadi-Rangsit 64, Junction 2, Kwang Talad Bangkhen, Khet Laksi, Bangkok 10210
Tel: 66 2551 1297-8 Fax: 66 2551 1299

MINUTES OF THE ANNUAL GENERAL MEETING OF SHAREHOLDERS NO. 26/2019

Held at the Company's Headquarters
65/98 Soi Vibhavadi-Rangsit 64, Junction 2, Kwang Talad Bangkhen, Khet Laksi, Bangkok
On 30 April 2019
14.00 hrs. - 15.20 hrs.

Directors and executives presented:

- | | |
|--------------------------------|--|
| 1) Mr. John Thompson, | Independent Director, Chairman of the Board of Directors, Chairman of the Audit Committee and Proxy of shareholders |
| 2) Mr. Richard David Han, | Executive Director, Executive Vice Chairman, Chief Executive Officer and the Nomination Committee |
| 3) Mr. Winson Moong Chu Hui, | Executive Director, President and Chief Operating Officer |
| 4) Mr. Terrence Philip Weir, | Executive Director, Executive Vice President and Chief Financial Officer, Chairman of the Corporate Governance Committee and Chairman of the Risk Management Committee |
| 5) Mrs. Salakchitt Preedaporn, | Independent Director, the Audit Committee, the Nomination Committee, the Corporate Governance Committee and Proxy of shareholders |
| 6) Mr. Yingsak Jenratha, | Independent Director, the Audit Committee, the Corporate Governance Committee, Chairman of the Nomination Committee and Proxy of shareholders |
| 7) Ms. Achara Chaicharncheep, | Senior Manager of Finance and Accounting |

External auditors:

- | | |
|--------------------------------|----------------------------------|
| 8) Ms. Kamontip Lertwitworatep | Partner, EY Office Limited |
| 9) Mr. Nont Limsaiporm | Audit Manager, EY Office Limited |

Translator:

- | | |
|--------------------------------|---|
| 10) Mrs. Tappawong Na Tarlang, | Director of Corporate HR Business Partners, Training & Administration |
|--------------------------------|---|

Independent Inspector:

- 11) Mr. Somchai Aiemrod, A lawyer license no. 972/2539 who acted as an independent inspector to verify the vote count and oversee that the meeting was held transparently and pursuant to the applicable regulations and the Company's articles of association.

Preliminary Proceedings:

The Annual General Meeting was opened by Mr. John Thompson, the Chairman of the Board of Directors. The Chairman introduced the directors and executives, sub-committees present in the Meeting including the representatives from the Company's external auditors and the Meeting inspector. The Chairman also informed that the Company had 6 directors, and all were in attendance at the meeting. The Chairman of each sub-committee attended the Meeting. The sub-committees consisted of the Audit Committee, the Nomination Committee, the Corporate Governance Committee, and the Risk Management Committee (no any other sub-committee of the Board). All directors and executives shall provide answers to questions raised in the meeting.

Quorum Announcement:

There were shareholders attending the meeting in person 71 shareholders holding 9,229,176 shares and 487 proxies holding 600,214,986 shares. Those total 558 shareholders holding 609,444,162 shares are equivalent to 75.72% of 804,878,860 voting shares, which is more than one-third (1/3) of voting shares. Therefore, a quorum was constituted in accordance with the Company's Articles of Association.

Before starting the agenda, the Chairman informed the Meeting for the vote method and the vote counting system as follows:

Vote Method:

- Each shareholder has one vote for each share.
- To cast a vote for each agenda, shareholders who attend the meeting in person who would like to vote disagree or abstain are required to complete the voting cards being given. Shareholders are to hand over the voting cards for the disagreed and abstained votes to the Company's representative for counting the votes. Except for the Agenda to appoint the directors, the voting card will be collected from every shareholder. Shareholders who do not submit the voting card will be assumed to approve the agenda as proposed by the Company, and the votes will be counted according to the number of shares they hold. In regard to votes by proxy, the Company shall record the votes for each Agenda from the respective shareholder proxies.
- Except for custodian, shareholders must vote with all of their shareholding registered at the meeting for each agenda to approve, disapprove or abstain as they can not split the votes.
- The vote is invalid if the proxy holder does not vote according to the voting intention made by shareholders, shareholders or proxy holders fill the voting cards/proxy form in a manner that makes the voter's decision unclear, no marking (blank), more than one box marked, no signature when make any change, or there are spilt votes (except for the case of custodian).

Attachment No. 1**Vote counting system:**

- The objection or abstention shall be deducted from the agreed votes concerning each agenda.
- The resolution of all proposed agendas shall be passed when receiving the majority vote of the eligible shareholders present at the meeting including proxies.
- In case of a tie vote, the Chairman shall be entitled to a casting vote.
- The barcode system is used in the registration and vote-counting processes for transparent, accurate and fast results as previous years.

After explaining the voting procedures, the Chairman called the meeting to order and announced that the meeting was held pursuant to the prior written Meeting Notice given to shareholders in advance.

Agenda 1: To approve the Minutes of the Annual General Meeting of Shareholders No. 25/2018 which was held on 30 April 2018

The Chairman proposed the Meeting to certify the Minutes of the Annual General Meeting of Shareholders No. 25/2018, which was enclosed in the Notice of the Meeting sent to shareholders in advance.

The Chairman opened for questions or comments. As there was no question from shareholders, the Chairman asked the Meeting to vote on this agenda item.

Vote result: The result of the vote count was as follows.

Approve	609,444,162 Votes;	100 %
Disapprove	0 Votes;	0 %
Abstain	0 Votes;	0 %
Invalid	0 Votes;	0 %

Resolution: The Meeting approved the Minutes of the Annual General Meeting No. 25/2018 that was held on 30 April 2018.

Agenda 2: To acknowledge the operation's results of the Company in 2018

The Chairman invited Mr. Richard Han to report the operation's results of the Company for the year 2018 including Management Discussion and Analysis (MD&A). Mr. Richard presented to the Meeting as follows.

Hana's key financial performance figures for the year 2018 compared to 2017 were:-

- Sales revenues increased 3.4% to THB 22.3 billion in 2018 from THB 21.6 billion in 2017
- Operating profits remained flat, THB 2.3 billion in 2018 from THB 2.3 billion in 2017

- EBITDA increased 1% to THB 3,420 million in 2018 from THB 3,374 million in 2017
- Net profit decreased 18% to THB 2.4 billion in 2018 from THB 2.9 billion in 2017
- Net cash & financial investments at year end decreased 11% to THB 8.7 billion in 2018 from THB 9.8 billion in 2017
- Gross dividend payout remained THB 2.00/share, same as in 2017

Revenue Analysis

In 2018, the semiconductor industry continued to be strong until Q4 when concerns over the US/China trade dispute started to weigh on sentiment and confidence. Our semiconductor division had 5% unit growth YoY as we invested heavily to support the growth in demand. Our patented sensor packaging solutions helped us win market share despite a softening of smart phone demand. We also saw good growth in IoT, automotive, and Opto-coupler sectors.

Our microelectronics business achieved a topline growth of 13% with continued strong demand for automotive electronics, test & measurement equipment sub-assemblies, IoT and RFID (Radio Frequency Identification) devices. We consolidated the touch pads for laptop activity from Jiaying into Lamphun to streamline our costs and have increased our hearing aid activity as demand continues to grow in this sector.

In China our revenue remained flat YoY. Whilst we have gains from our European clients, again the US/China tariff issue has had an impact on our US activities, although we have been able to maintain most of them via partial assembly through our Lamphun plant. We are fortunate in having substantial non-China manufacturing capacity in order to navigate the uncertainties of the US/ China tariff issues.

Our Microdisplay division in Ohio, USA saw a drop in revenue of 5% YoY which was mainly due to excessive orders in 2017 from our customer for thermal imaging camera modules. However, our tyre tag activities remained robust and the outlook for this device, as we work to bring them into passenger tyres in addition to commercial tyres, is exciting for the future.

Operating profits were similar year on year

Operating profits were similar year on year at THB 2.3 billion in 2018 and 2017 despite growth in our two major divisions due to the strengthening of the THB vs USD. The group focused on automation to improve productivity but was unable to offset the currency affect which also impacted the value of our inventory.

Group Net profit analysis

Net Profit decreased by 18% to THB 2.4 billion in 2018 from THB 2.9 billion in 2017. An exchange gain of THB 15 million in 2018 compared to an exchange gain of THB 531 million in 2017 was the main difference YoY.

Cash reserve analysis

The group currently has no interest bearing debt. Cash reserves (and financial investments) were THB 8.7 billion at year ended 2018 down from THB 9.8 billion at year ended 2017 due to higher than normal capital expenditure of THB 2.3 billion in 2018 compared to THB 1.1 billion in 2017.

2019 Outlook and the Company strategies

It is clear that the US/China trade conflict will play a large part in the direction of global growth in general and the electronics industry in particular. Much speculation has been made but the reality is that the outlook remains uncertain and this is having a negative effect on consumers and in turn industrial confidence. PMIs (Purchasing Managers Index) in Europe and especially China have sharply lowered with only the USA still showing positive signs albeit the recent Christmas retails sales figures have shown a drop YoY. With Brexit still in the balance, we believe that a soft landing in the first half of 2019 is the best case outlook. We believe a second half recovery is more likely with probable Chinese stimulus and a hope for positive resolution to the tariff issue, but we have to wait to see the outcome of the negotiation.

During 2019 Hana will continue to invest in our R&D initiative focusing on power modules both for high and low power spectrums and also focus on developing new IC sensor packaging solutions which we intend to apply for patents.

We will continue with our core strategic philosophies in order to grow our top-line and improve margins whilst endeavoring not to over expose the group to any significant economic challenges.

We endeavor to achieve this by:

1. Maintaining good diversity so as not to rely on any one customer or industry.
2. Continue to invest in automation both in IT software and manufacturing equipment to improve productivity and quality to enhance our competitiveness.
3. Increase productivity through automation and innovation.
4. Identify and invest in future high growth activities.
5. Keep a strong balance sheet to ensure we can overcome any prolonged downturn should it happen and invest when the opportunity arises to support new opportunities.

6. Monitor possible M&A targets with a disciplined focus on value and synergy.

The Chairman further reported the Company's anti-corruption policy and status to the meeting as follows.

Hana Anti-corruption Policy and Status

The Board of Directors realizes the importance of the anti-corruption. Hana has a zero tolerance of bribery and corruption. The Company prohibits the Board of Directors, management, employees or third parties in their relationship with the Company, being involved in any act of corruption in any form in all business transactions to benefit directly or indirectly and shall comply with the applicable laws and regulations in all the countries in which the Company operates.

In October 2015, the Company was certified as a member of Thailand's Private Sector Collective Action Coalition Against Corruption. In 2018, the Company received the CAC re-certification with the continuous implementation of the anti-corruption compliance programs.

The Chairman opened for questions or comments. As there was no question from shareholders, the Chairman then announced that the Meeting acknowledged the operation's results of the Company for the year 2018.

Agenda 3: To approve the financial statements for the year ended 31 December 2018

The Chairman proposed the meeting to approve the financial statements for the financial period year ended 31 December 2018 and the auditor's report, all of which have been reviewed by the Audit Committee.

The Chairman opened for questions or comments. There were questions from shareholders as follows.

Shareholder: What is your investment plan for equipment? How is the forecast of Y2019 compare to Y2018?

CFO: We made a large investment in equipment particularly for semiconductor operation in 2018 due to strong demand from our customers. However, the economic situation in 2019 is different so our investment in equipment this year would decrease more than half because of the down cycle in the semiconductor business.

Shareholder: How is the current capacity/utilization of IC and PCBA operations after investment?

CEO: The utilization of IC is 90% while PCBA is 80%.

Attachment No. 1

Shareholder: Do you have budget on R&D investment?

CEO: We have 2 types of R&D. One is the expense booked in Profit and Loss Statement which is mainly for technical staff's salaries. The other one is for equipment that we purchased to develop new R&D products, where we invested around USD 8 million or THB 240 million. We expect to invest in more in R&D equipment in 2020 – 2021.

As there was no further question from shareholders, the Chairman proposed the Meeting to vote on this agenda item.

Vote result: The result of the vote count was as follows.

Approve	607,220,162 Votes;	99.6351 %
Disapprove	0 Votes;	0 %
Abstain	2,224,000 Votes;	0.3649 %
Invalid	0 Votes;	0 %

Resolution: The Meeting approved the financial statements for the year ended 31 December 2018.

Agenda 4: To approve the dividend payment for the year 2018

The Chairman informed that the dividend policy of the Company is 30% to 100% of its consolidated net income after deduction of all specified reserves, subject to the Company and its subsidiaries' cash flow and investment plans, including justifications and other considerations as deemed appropriate.

In consideration of the dividend policy and performance in 2018, the Board recommends to pay the final dividend for the financial year ended 2018 at Baht 1.00 per share which is paid from the net profit and retained earnings as at 31 December 2018 by setting the Record Date on 15 March 2019. The dividend payment will be made on 15 May 2019. The dividend of Baht 0.50 per share is paid from the net profit and retained earnings from BOI promoted businesses which has the tax exemption and another Baht 0.50 is paid from the net profit and retained earnings from Non-BOI businesses which is subjected to 10% withholding tax so the final dividend paid is Baht 0.95 per share net.

On 9 November 2018, the Company paid an interim dividend from the net profit of the first sixth months period of 2018 at the rate of Baht 1.00 per share or Baht 0.93 per share net. Therefore, the total dividend payment for the financial year ended 31 December 2018 will be Baht 2.00 per share gross or Baht 1.88 per share net.

The Chairman opened for questions or comments. As there was no question, the Chairman proposed the Meeting to vote on this agenda item.

Vote result: The result of the vote count was as follows.

Approve	607,644,162 Votes;	99.7046 %
Disapprove	0 Votes;	0 %
Abstain	1,800,000 Votes;	0.2954 %
Invalid	0 Votes;	0 %

Resolution: The Meeting acknowledged the interim payment at the rate of Baht 1.00 per share that was paid on 9 November 2018 and approved the annual dividend payment for the year 2018 at the rate of Baht 1.00 per share to be paid on 15 May 2019. The dividend of Baht 0.50 per share is paid from the net profit and retained earnings as at 31 December 2018 from BOI promoted businesses which has the tax exemption and another Baht 0.50 is paid from the net profit and retained earnings as at 31 December 2018 from Non-BOI businesses which is subjected to 10% withholding tax so the final dividend paid is Baht 0.95 per share net.

The total 2018 dividend would be Baht 2.00 per share gross or Baht 1.88 per share net which was composed of interim dividend Baht 1.00 per share paid on 9 November 2018 and the final dividend Baht 1.00 per share gross to be paid on 15 May 2019.

Agenda 5: To approve the re-appointment of directors in place of those retired by rotation

The Chairman informed the Meeting that Mr. Winson Moong Chu Hui and Mr. Terrence Philip Weir were the interested directors to be re-appointed at this year so they therefore expressed the intent to leave the room.

The Chairman informed the Meeting that one-third of the directors, who have served the longest term, must retire by rotation at every Annual General Meeting according to the Company's Articles of Association. The Company invited shareholders to propose candidates to be elected as directors since 28 September - 31 December 2018 and there were no proposals given. Therefore, the Chairman proposed the Meeting to consider the directors whose tenure has ended. This year, directors whose tenure has ended are:

- 1) Mr. Winson Moong Chu Hui – be appointed as an executive director
- 2) Mr. Terrence Philip Weir – be appointed as an executive director

The Chairman further advised that those two directors were proposed by the Nomination Committee to be re-elected due to the satisfaction with their performance, effectiveness and commitment to the roles. Both of them have qualifications suitable to the Company's business. The brief profile of those directors had been distributed to shareholders for consideration.

The Chairman opened for questions or comments. As there was no question, the Chairman proposed the Meeting to re-appoint by individual director as follows:

5.1 Appoint Mr. Winson Moong Chu Hui as an executive director for another term

Vote result: The result of the vote count was as follows.

Approve	541,164,200 Votes;	88.7964 %
Disapprove	61,999,962 Votes;	10.1732 %
Abstain	6,280,000 Votes;	1.0304 %
Invalid	0 Votes;	0 %

5.2 Appoint Mr. Terrence Philip Weir as an executive director for another term

Vote result: The result of the vote count was as follows

Approve	547,100,100 Votes;	89.7703 %
Disapprove	62,119,062 Votes;	10.1927 %
Abstain	225,000 Votes;	0.0369 %
Invalid	0 Votes;	0 %

Resolution: The Meeting approved the appointment of Mr. Winson Moong Chu Hui and Mr. Terrence Philip Weir as executive directors for another term.

Agenda 6: To approve the directors' remuneration for 2019

The Chairman proposed the meeting to consider and approve the remuneration of the Board of Directors for the year 2019 at the below rates not exceeding Baht 5,000,000.

Position	Meeting Allowance (Baht)	Bonus
Chairman of the Board of Directors	92,000 Baht	Minimum one time of meeting allowance depending on the Company's performance
Independent Directors	55,000 Baht	Minimum one time of meeting allowance depending on the Company's performance
Executive Directors*	-	-

*There is no remuneration for executive directors as they receive the remuneration as the Company's management/employees, not as the Board of Directors.

The Chairman opened for questions or comments. As there was no question, the Chairman proposed the Meeting to vote on this agenda item.

Vote result: The result of the vote count was as follows.

Approve	605,723,362 Votes;	99.3895 %
Disapprove	1,763,300 Votes;	0.2893 %
Abstain	1,957,500 Votes;	0.3212 %
Invalid	0 Votes;	0 %

Resolution: The Meeting approved the Board of Directors' remuneration for 2019 at the rate proposed but not exceeding Baht 5,000,000.

Agenda 7: To approve the appointment of the Company's auditors for the year 2019 and to fix the auditors' remuneration

The Chairman proposed the Meeting to consider and approve the appointment of the following auditors for the fiscal year 2019.

1. Ms. Kamontip Lertwitworatep C.P.A. Registration No. 4377 and/or
2. Mrs. Sarinda Hirunprasurtwutti C.P.A. Registration No. 4799 and/or
3. Mr. Wichart Lokatekrawee C.P.A. Registration No. 4451

of EY Office Limited to be the auditors of the Company with the remuneration of not exceeding Baht 2,450,000 (excluding out-of-pocket expenses). In the event those auditors are unable to perform their duties, EY Office Limited is authorized to assign another of its auditors to perform the audit and express an opinion on the Company's financial statements in their place.

The Chairman opened for questions or comments. There was a question from a shareholder as follows.

Shareholder: Why do audit fees increase by 8% which is pretty high?

CFO: The audit fees have not increased every year. During the past 3 years, EY Office Company Limited had fixed their fees without any adjustment. This year, they asked for an increase due to reasonable factors and 8% was the amount after rounds of negotiation.

As there was no further question or comment, the Chairman proposed the Meeting to vote on this agenda item.

Vote result: The result of the vote count was as follows.

Approve	606,187,362 Votes;	99.4656 %
Disapprove	3,256,800 Votes;	0.5344 %
Abstain	0 Votes;	0 %
Invalid	0 Votes;	0 %

Resolution: The Meeting approved the appointment of Ms. Kamontip Lertwitworatep and/or Mrs. Sarinda Hirunprasurtwutti and/or Mr. Wichart Lokatekrawee of EY Office Limited as the auditors of Hana Microelectronics Public Co., Ltd. for the year 2019 with the total remuneration not exceeding Baht 2,450,000 (excluding out-of-pocket expenses).

Agenda 8: Other business

The Chairman informed the Meeting that all the business agenda items had completed. The Chairman asked if any shareholders desired other matters to be discussed, or any questions to ask.

There were questions from shareholders as follows.

Shareholder: According to the annual report page 32 under section “production capacity”, why did the production capacity and actual manufacturing of Hana Jiaying decrease in 2018?

CEO: We consolidated the business of computer and touchpad business by moving the production from Hana Jiaying to Lamphun plant for cost management due to the decline of this business sector. In addition, the customers of Hana Jiaying are concerned about the US/China tariff issue so we have to move some of the business affect to our Thailand plants to maintain the business for the group.

Shareholder: Please update the status of Hana Cambodia, a new factory.

CEO: Hana Cambodia is a new factory and quite small. We have the difficulty to find skill engineers and technicians but we can get some from Thailand and China so incurring higher expenses. Due to US/China tariff issue, we managed to get a new customer to move the business from China to Cambodia so we believe Hana Cambodia will improve this year and but not break even yet.

Shareholder: Shall we see the growth of PCBA in China this year?

CEO: It may not be growing but depending on the China and USA trade dispute conclusion. Our long term strategy for Jiaying operation is to increase sales in China locally.

Shareholder: If the next government decides to hike the minimum wage, what is your mitigation strategy?

CEO: Every year the wage is increased in Thailand about 4-5% so we pay higher than a minimum wage. This year because of the election, candidates offer extraordinary high for raising the minimum wage up to 50% of the current wage. We don't know yet for the election results; however, we could not do much but we try to improve productivity every year. We may move some jobs to Hana Cambodia if the customers agree with.

Shareholder: As Hana has no interest bearing debt, what is the financial cost shown on the income statement?

CFO: This is the bank charges for transactions of transfer in and out and it is total THB 6 million as we have many transactions for the whole group.

Shareholder: If Thailand is not a good hub for manufacturing, where are other places for Hana expansion probably for 10 years from now on?

CEO: Hana is quite diverse where we have factories in many countries: Thailand, USA, China, Cambodia and latest R&D center in South Korea. Different jobs will be good to do in different locations so we will put the right job at the right place. In fact, Thailand is still a good place. If Thailand is not suitable, we need to upgrade the factory such as technology development, technical expertise, etc. However, our current balance is fine.


Shareholder: What is the major cost of the Company? What is the percentage of your labour cost?

CFO: The major manufacturing costs are raw material, labour & salary, and machine depreciation respectively. The labour cost is about 8% of sales revenue.

Shareholder: What is the strength of Hana to compete with its competitors?

CEO: We would not say that Hana is better than other competitors. Generally, any business could have good time and bad time so we don't worry about the good time but we have to manage for the bad time. For example, we coped with Thailand flood crisis in 2011, political problem, and now we have the concerns over US/China tariff issue. As such, how to manage the company to get through difficult times is challenging. The strength of Hana is the management team. We try to manage our business in consistent, prudent and professional way which can be seen from our financial position and history of the Company's performance.

As there was no any other item brought up, the Chairman expressed his thanks and appreciation to shareholders who attended the meeting. The Chairman then declared the Meeting adjourned at 15:20 hrs.



.....
(Mr. John Thompson)
Chairman of the Board of Directors

Profile of Director Retired by Rotation

MR. JOHN THOMPSON



Position for election:	Independent Director
Director type:	Re-appointment from a retire director
Age:	55 years old
Education:	<ul style="list-style-type: none">• Bachelor (Honours), London University, United Kingdom• Associate Chartered Accountant (ACA), The Institute of Chartered Accountants in England & Wales (ICAEW), United Kingdom
Date of first appointment:	1 January 2017
Number of years as the director:	3 years 4 months (as at 30 April 2020)
Experiences:	<p>2017 - present</p> <p>Chairman of the Board of Directors, Independent Director and Chairman of Audit Committee, Hana Microelectronics Public Co., Ltd.</p> <p>2007 - present</p> <p>Executive Director, NT Asset (Thailand) Co., Ltd.</p> <p>2005 - present</p> <p>Independent Director and Audit Committee, Bangkok Post Public Co., Ltd.</p>
IOD Training Course:	Directors Accreditation Program (DAP) 57/2006
Number of shareholding as of 31 December 2019:	0 shares or 0% of total shares
Meeting attendance in 2019:	<ul style="list-style-type: none">• Board of Directors Meeting 7 of 7 times• Audit Committee Meeting 4 of 4 times• Annual General Meeting of Shareholders 1 of 1 time

Take the position as the director or management in other companies: Yes

Subsidiaries of Hana	Non-listed Company	Listed Company
None	NT Asset (Thailand) Co., Ltd	Bangkok Post Public Co., Ltd.
Position in subsidiaries	Position in other non-listed company	Position in another listed company
None	Executive Director	Independent Director and Audit Committee

Take the position as the director or management in other companies that could lead to potential conflict of interest or compete the business with the Company: None**Conflict of Interest Disclosure with the Company, subsidiaries or affiliates (present and past 2 years):**

- I'm not an executive management, staff, officer or consultant who receives any salary from those companies.
- I'm not the professional service provider (such as independent auditor, lawyer, etc.) to those companies.
- I have no relationship with those companies that could impact my duty independently (such as purchase/sell material/goods/services, borrow or lent.)

Nomination process: The Board of Directors has considered the appointment of Mr. John Thompson to serve as an independent director through the screening processes of the Nomination Committee who has considered his qualification, experience, and performance which are related and beneficial to the Company and validated to ensure that he is able to provide opinions independently and comply with the related laws and regulations.

Performance in 2019:

- He is a director who has both qualification and experiences in reviewing of financial reports and internal controls, including monitoring transactions of companies to ensure to be compliance with laws or relevant regulations and perform his duties and responsibilities with independent judgment. Also, he has earned the respect and trust of directors and management
- Chair the Board to fulfill all of its responsibilities; such as convene regularly scheduled Board meetings, discuss through asking questions that serve to refocus the board on larger issues, ensure that management strategy and performance are appropriately conveyed to the Board
- Perform key responsibilities as the Chairman of Audit Committee to be in line with the Charter
- Capable of expressing opinions independently and unbiased
- Promote the implementation of good corporate governance principles that are suitable and practical to the Company

Profile of Director Retired by Rotation

MRS. SALAKCHITT PREEDAPORN



Position for election:	Independent Director
Director type:	Re-appointment from a retired director
Age:	59 years old
Education:	Bachelor of Accounting, Thammasat University, Thailand
Date of first appointment:	1 December 2013
Number of years as the director:	6 years 4 months (as at 30 April 2020)
Experiences:	
2013 - present:	Independent Director and Audit Committee Hana Microelectronic Public Co., Ltd.
2009 - present:	Financial and Accounting Consultant Accounting Manager S. Napa (Thailand) Co., Ltd. & Group Company
1992 - 2009:	S. Napa (Thailand) Co., Ltd. & Group Company
IOD Training Course:	<ul style="list-style-type: none"> • Risk Management for Committee Program (RMP) 2/2013 • Director Accreditation Program (DAP) 107/2014 • Director Certification Program (DCP) 205/2015 • Nomination Committee Best Practice Guideline (M-ND) 1/2017
Other Trainings & Seminars:	Adjusted entry items in the Financial Statements for Public Company Limited (General Business), by the Department of Business Development, Ministry of Commerce - November 2019
Number of shareholding as of 31 December 2019:	0 shares or 0% of total shares

Meeting attendance in 2019:

- Board of Directors Meeting 7 of 7 times
- Audit Committee Meeting 4 of 4 times
- Corporate Governance Committee Meeting 1 of 1 time
- Nomination Committee Meeting 3 of 3 times
- Annual General Meeting of Shareholders 1 of 1 time

Take the position as the director or management in other companies: No

Subsidiaries of Hana	Non-listed Company	Listed Company
None	None	None
Position in subsidiaries	Position in other non-listed companies	Position in another listed company
None	None	None

Take the position as the director or management in other companies that could lead to potential conflict of interest or compete the business with the Company: None**Conflict of Interest Disclosure with the Company, subsidiaries or affiliates (present and past 2 years):**

- I'm not an executive management, staff, officer or consultant who receives any salary from those companies.
- I'm not the professional service provider (such as independent auditor, lawyer, etc.) to those companies.
- I have no relationship with those companies that could impact my duty independently (such as purchase/sell material/goods/services, borrow or lent.)

Nomination process: The Board of Directors has considered the appointment of Mrs. Salakchitt Preedaporn to serve as an independent director through the screening processes of the Nomination Committee who has considered her qualification, experience, and performance which are related and beneficial to the Company and validated to ensure that she is able to provide opinions independently and comply with the related laws and regulations.

Performance in 2019:

- Serve as a Board member who has experience and objectively carried out her duties and responsibilities with independent judgment
- Perform duties as the Audit Committee member such as reviewing the Company's financial reporting, risk management, etc.
- Promote the implementation of good corporate governance principles that were suitable and practical to the Company

Attachment No. 2**Definition of Independent Directors:**

To ensure that the Board includes such directors who can exercise their best judgment, all independent directors shall be affirmatively determined that such director meets the requirement set by the Securities Exchange of Commission (SEC). In particular, an independent director is a director who:

1. Holds shares less than 0.5% of the total shares eligible to vote of the company, subsidiaries, associates, or controlling parties, including the shares held by the related parties of an independent director. (This threshold is stricter than the requirements of the Securities and Exchange Commission).
2. Who is not an executive director, employee, or consultant who receives remuneration from the company or any of its subsidiaries, who is also neither a controlling person of the company or subsidiaries nor a related person at least for the past two years.
3. Is not the person who has relationship by means of descent or legal registration as father, mother, spouse, brothers and sisters, and children, nor being spouse of daughters and sons of management, major shareholders, controlling party/person who is in the process of nomination to be the management or controlling person of the company or its subsidiary.
4. Have no or never have business relationship with the company, subsidiaries, associates, or related person that deprives such independence nor being a major shareholder, executive director, management of related person who has business with the company, associate and subsidiary unless the foregoing status ended at least two years. This also includes normal business transactions, rent or lease of fixed assets, financial assistance, loan granting or receiving, guarantee, or other related transactions obliged the company or its contractual party for the liability to pay the other party that is accounting from 3% of net tangible assets of the company or twenty million baht whichever is lower.
5. Is not or has never been the auditor of the company, subsidiaries, associates, major shareholders, or controlling person, nor being a major shareholder, controlling person, or partner of the auditing firm unless the foregoing status ended at least two years.
6. Is not or has never been the professional service provider, nor legal or financial advisor with receive service fee more than two million baht per year from the company, subsidiaries, associates, major shareholders, or controlling person, and is not a major shareholder, controlling person, or partner of the above mentioned service firms unless the foregoing status ended at least two years.
7. Is not the director who is nominated to be the representative of directors of the company, major shareholder, or any other shareholder related to the major shareholders.
8. Does not conduct the same business and compete business with the company or subsidiary, nor being a business partner or executive director, paid employee or hold more than 1% of voting shares from other companies which have the same business and compete with the company.
9. Does not have other conditions that unable to exercise independent opinion regarding the business operation of the company.

Term of service of independent directors:

The term of service of independent directors shall not over than 9 years from the date of their first appointment, with no exception.

Brief Profile of External Auditors

1) Ms. Kamontip Lertwitworatep

Current position:

Certified Public Accountant
EY Office Limited
4377

CPA License No:

**Past 5 years of the Company
and its subsidiaries' auditor:**

2018 – 2019 (2 years)

2018 – 2019 (2 years)

2018 – 2019 (2 years)

Education:

Age:

Number of shareholding:

Meeting attendance:

Key qualification:

- Hana Microelectronics Public Co., Ltd.
- Hana Semiconductor (Ayutthaya) Co., Ltd.
- Hana Semiconductor (BKK) Co., Ltd.
- Bachelor degree in Accounting, Thammasat University
- Master degree in Accounting, Thammasat University
- 51 years old
- 0 share as of 31 December 2019
- 4/4 of Audit Committee Meeting
- Over 29 years' experience of auditing with one year secondment to Ernst & Young – San Jose, including significant amounts of work in listed and multi-national companies
- Licensed auditor of Securities Exchange Commission
- No relationship or conflict of interest with Hana and its subsidiaries including directors and major shareholders



2) Mrs. Sarinda Hirunprasurtwutti

Current position:

Certified Public Accountant
EY Office Limited
4799

CPA License No:

**Past 5 years of the Company
and its subsidiaries' auditor:**

2014 – 2016 (3 years)

2014 – 2016 (3 years)

Education:

Age:

Number of shareholding:

Meeting attendance:

- Hana Semiconductor (Ayutthaya) Co., Ltd.
- Hana Semiconductor (BKK) Co., Ltd.
- Bachelor degree in Accounting, Thammasat University
- Master degree in Accounting, Chulalongkorn University
- 47 years old
- 0 share as of 31 December 2019
- None



Attachment No. 3

Key qualification:

- Over 26 years' experience of auditing, including significant amounts of work in listed and multi-national companies
- Licensed auditor of Securities Exchange Commission
- No relationship or conflict of interest with Hana and its subsidiaries including directors and major shareholders

3) Mr. Wichart Lokatekrawee

Current position:

Certified Public Accountant
EY Office Limited
4451



CPA License No:

None

Past 5 years of the Company and its subsidiaries' auditor:

Education:

- Bachelor degree in Accounting, Thammasat University
- Master degree in Accounting, Thammasat University

Age:

52 years old

Number of shareholding:

0 share as of 31 December 2019

Meeting attendance:

None

Key qualification:

- Over 29 years' experience of auditing, including significant amounts of work in listed and multi-national companies
- Licensed auditor of Securities Exchange Commission
- No relationship or conflict of interest with Hana and its subsidiaries including directors and major shareholders

Auditor’s Confirmation of Independence:

As the auditors of Hana Microelectronics Public Company Limited (the “Company”), we are required to maintain our professional independence with respect to the Company and its affiliates in accordance with the Code of Ethics for Professional Accountants issued by Thailand’s Federation of Accounting Professions and communicate the same to the audit committee. In this regard, we wish to confirm to you the following:

Conflict of Interest

The partners on this engagement, all of our firm’s partners and all the audit team members do not hold any shares in the Company and its affiliates or subsidiaries. Furthermore, there is no relationship and no conflict of interest between the Auditor and the Company and its subsidiaries, executives, major shareholders, or associated with such individuals.

Provision of Non-audit Services

During the year 2019, we performed the agreed-upon procedures in accordance with Thai Standards on Related Services (TSRS 4400), “Engagements to Perform Agreed-upon Procedures Regarding Financial Information” on the BOI compliance review and observation of the inventory destruction. The total fees for these engagements are Baht 690,000.

These services are allowed in accordance with the Code of Ethics for Professional Accountants issued by Thailand’s Federation of Accounting Professions.

Business Relationship

No purchases of goods and services rendered from the Company and its affiliates for the year ended 31 December 2019.

The preparation of financial statements to meet deadlines:

The Company and its subsidiaries mostly engage with the auditors under the same audit firm (EY Office Limited). There are only certain foreign subsidiaries that have the auditors from different audit firms. The Board of Directors is responsible for ensuring that the financial statements are properly prepared on time.

The Auditor of the Company has the policy to send out the Interoffice Engagement Instructions to the auditors of both the same and other audit firms by identifying the risk associated, audit scopes, audit methodologies, significant matters, audit results’ delivery timelines and related documents. Thus, all the auditors have to prepare and submit the independence certification along with the acknowledgement of the Interoffice Engagement Instructions to the Company’s auditor in order to ensure that the Company’s auditors can prepare the financial statements on time. In the event that the submission of the reports would be delay, the auditors under the same audit firm and the other audit firms shall be required to submit the Early Warning Memorandum to the Company’s auditor for acknowledgement in order to timely solve the problems to meet the deadline of financial statements’ submission.

Attachment No. 4

Registration Procedures for Attending the Annual General Meeting

For attending the Annual General Meeting of Shareholders year 2020 of Hana Microelectronics Public Co., Ltd., shareholders or appointees can register and submit the required documents for verification at the Meeting place from 12:30 hrs. onward.

As the Company uses the barcode system for attendance registration and voting count, it is required the shareholders or proxy holders to bring in the Barcode of the meeting invitation form to the meeting for faster process.

Document and evidence to be declared on the meeting day are as follows:

1. Shareholders who attend the meeting in person

- 1.1 The Barcode Registration Form to facilitate the registration process
- 1.2 Thai nationality shareholder shall present his/her citizen identification card or civil servant identification card or driving license card
- 1.3 Foreign nationality shareholder shall present his/her foreign identification card, passport or document used in lieu of passport
- 1.4 Thai juristic person shareholder shall present the following documents:
 - 1.4.1 A copy of the Affidavit or Certificate of Incorporation issued by the Department of Business Development within 1 year from date of issue, certified true and correct by the authorized director of such juristic person
 - 1.4.2 A certified true and correct copy of citizen identification card (or a copy of passport in case the authorized director is foreign national) of the authorized director referred to as in 1.4.1
- 1.5 Foreign juristic person shareholder shall present the following documents:
 - 1.5.1 The Affidavit or Certificate of Incorporation specifying the name and authority of the authorized director issued by related government bodies within 1 year from date of issue and certified by the notary public
 - 1.5.2 A certified true and correct copy of passport of the authorized director

2. Proxy of shareholders (Proxy Form B)

- 2.1 The Barcode Registration Form
- 2.2 The completed Barcode Proxy Form B. which is in the Notice of AGM of shareholders book, including affix the duty stamp of 20 Baht to the proxy form. In case any shareholders would like to use other proxy forms (form A. and form C.), please download at the Company website: <http://www.hanagroup.com> under the section Press Release.

For general shareholders are able to choose either Proxy Form A or Form B only and cannot vote splitting.

Attachment No. 4

For shareholders whose names appear in the register book as foreign investors and appoint a custodian in Thailand to be a share depositary are able to choose one out of the three forms (Form A or Form B or Form C) and can vote splitting.

2.3 Attach the following proof of identity

2.3.1 Ordinary person:

A certified copy of identification card, government official identification, driving license card or passport (for non-Thai nationals) of shareholder and appointee

2.3.2 Juristic person registered in Thailand:

- 1) A copy of the Affidavit or Certificate of Incorporation issued by the Department of Business Development within 1 year from date of issue, certified true and correct by the authorized director of such juristic person
- 2) A certified copy of identification card of appointee

2.3.3 Juristic person registered outside Thailand:

- 1) Power of attorney with signature of authorized director
- 2) The Affidavit or Certificate of Incorporation specifying the name and authority of the authorized director issued by related government bodies and certified by the notary public
- 3) A certified copy of identification card of appointee

2.4 If a shareholder prefers to appoint Hana independent directors to be the proxy, please appoint one of these directors.

- 1) Mr. John Thompson, Chairman of the Board of Directors and Chairman of Audit Committee
- 2) Mrs. Salakchitt Preedaporn, Audit Committee, Nomination Committee and Corporate Governance Committee
- 3) Mr. Yingsak Jenratha, Audit Committee, Chairman of Nomination Committee and Corporate Governance Committee

2.5 For your convenience, please submit the completed proxy form to the Company at least one day prior to the meeting date.

Contact person:

1. Ms. Penpimol Kotchabhakdi Tel: 66 2551 1297-8 ext. 226, Fax: 66 2551 1299
2. Ms. Jirapa Kongmanee Tel: 66 2551 1297-8 ext. 117, Fax: 66 2551 1299

Details of Independent Directors (Proxy)

Name	Mr. John Thompson	Mrs. Salakchitt Preedarporn	Mr. Yingsak Jenratha
			
Position	<ul style="list-style-type: none"> Chairman of Board of Directors Chairman of Audit Committee 	<ul style="list-style-type: none"> Audit Committee Nomination Committee Corporate Governance Committee 	<ul style="list-style-type: none"> Audit Committee Chairman of Nomination Committee Corporate Governance Committee
Age	55 years old	59 years old	73 years old
Address	28/8 Soi Pattanawej 12, Kwang Phra Khanong Nuea, Khet Wattana, Bangkok 10110	255/24 Soi Sathupradit 19, Sathupradit Road, Chongnonsi, Yannawa, Bangkok 10120	99/208 Moo 5, T. Sansai Noi, A. Sansai, Chaingmai 50210
Education	<ul style="list-style-type: none"> Bachelor (Honours), London University, United Kingdom Associate Chartered Accountant (ACA), The Institute of Chartered Accountants in England & Wales (ICAEW), United Kingdom 	<ul style="list-style-type: none"> Bachelor Degree of Accounting, Faculty of Commerce and Accountancy, Thammasart University 	<ul style="list-style-type: none"> Bachelor Degree/Bachelor of Art in Political Sciences, Chaingmai University Mini MBA, Kasetsart University Operation Management Certificate from GIBA, Chulalongkorn University
Experience	<ul style="list-style-type: none"> 2017 – present: Independent director of Hana Microelectronics Public Co., Ltd. 2007 – present: Executive Director of NT Asset (Thailand) Co., Ltd. 2005 – present: Independent Director and Audit Committee of Bangkok Post Public Co., Ltd. 	<ul style="list-style-type: none"> 2013 – present: Independent director of Hana Microelectronics Public Co., Ltd. 2009 – present: Financial and Accounting Consultant 	<ul style="list-style-type: none"> 2013 – present: Independent director of Hana Microelectronics Public Co., Ltd. 2018 – present: Independent Director and Audit Committee of G J Steel Public Co., Ltd. 2010 – 2011: Management advisor of International Precision Products Co., Ltd.

Take the position as the director or management in other companies that could lead to potential conflict of interest: None for all

Interest in AGM 2020:

- Mr. John Thompson and Mrs. Salakchitt Preedarporn have the beneficial interest in the agenda item 5 for the re-appointment of directors in place of those retired by rotation.
- All independent directors have the beneficial interest in the agenda item 6 for directors' remuneration.

Other special interest: None for all

Articles of Association Hana Microelectronics Public Company Limited Concerning to “General Meeting”:

Article 28 The general meeting of the company shall be held at the registered office of the company or at such other place as the directors may decide and indicated in the notice for the meeting.

Article 29 1) The Board of Directors shall arrange for an annual ordinary meeting of shareholders within four (4) months from the last day of the fiscal year of the company.

2) All other general meetings are called “extraordinary meetings”. The Board of Directors may summon an extraordinary meeting of shareholders whenever the board thinks fit.

3) The shareholders holding shares altogether of not less than one-fifth (1/5) of the total number of shares issued or the shareholders of a number not less than twenty-five (25) persons holding shares altogether of not less than one-tenth (1/10) of the total number of shares issued may submit their names in a letter requesting the Board of Directors to summon an extraordinary meeting of shareholders at any time but they shall give reasons for such request in the said letter. In such case, the Board of Directors shall arrange for the meeting of shareholders to be held within one (1) month from the date of receipt of such request from the shareholders.

Article 30 In summoning a meeting of shareholders, whether ordinary or extraordinary, the board of directors shall send notice of the meeting specifying the place, day, agenda of the meeting and the business to be transacted at the meeting together with sufficient details, and shall deliver the same to the shareholders and the Registrar for their information not less than seven (7) days before the date of the meeting. Besides, the notice of the meeting shall also be announced by three (3) consecutive publications in a newspaper with the last publication appearing not less than three (3) days prior to the date of meeting.

Article 31 The Meeting of shareholders must be attended by shareholders or proxies (if any) of not less than twenty-five (25) persons or not less than half of total number of shareholders and have an aggregate number of shares of not less than one-third (1/3) of all shares issued to constitute a quorum.

Article 32 1) If at any meeting of shareholders, after one hour from the time fixed for the meeting a quorum is not constituted, and if such meeting of shareholders was requested for by the shareholders, such meeting shall be cancelled. If such meeting of shareholders was not called for by the shareholders, the meeting shall be adjourned to a new date to be notified in writing to every shareholder whose name appears in the Share Register within seven (7) days at such adjourned meeting any number of shareholders actually present shall constitute a quorum.

Attachment No. 4

- 2) A notice of an adjourned meeting shall specify the agenda and no business shall be transacted or resolution passed at such an adjourned meeting in respect of any matter not specified in the notice.

Article 33 1) At a meeting of shareholders, a shareholder may appoint any other person who is sui juris by a proxy to appear and vote on his behalf. The proxy form must be dated and signed by the principal and according to the form prescribed by the Registrar, which must contain at least the following:

- (1) number of shares held by the principal;
- (2) name of the proxy;
- (3) serial number of the meeting which the proxy is authorized to attend and vote.

- 2) The instrument appointing the proxy must be deposited with the Chairman or other person designated by the board chairman at that meeting before commencement of the meeting. If the shareholder is a juristic person, satisfactory evidence as to the authorized signature(s) of said juristic person must also be deposited with the Chairman together with the instrument appointing the proxy.

- 3) In the event the proxy appointed is himself, a shareholder or if the same person not being a shareholder receives more than one (1) appointment as proxy, he shall be entitled to cast as many votes as appointments he holds in addition to his personal vote if he is a shareholder.

Article 34 1) The Chairman of the Board of Directors shall preside over the meeting of shareholders. In the event the Chairman is absent or unable to perform the duty, the Vice-Chairman shall act as the Chairman. If a Vice-Chairman does not exist or exists but is unable to perform the duty, the shareholders present shall elect a shareholder to act as the Chairman.

- 2) In the case of a tied vote, the Chairman of a general meeting shall be entitled to a casting vote.

Article 35 The Chairman may postpone a general meeting with the consent of the meeting. However, in the succeeding meeting no other business may be discussed or transacted except the business pending from the previous meeting.

Article 36 The resolution of the meeting of shareholders shall be supported by the following votes:

- 1) In a normal case, by the majority vote of the shareholders who attend the meeting and have the right to vote.

In case of a tie vote, the chairman of the meeting shall be entitled to a casting vote.

- 2) In the following cases, by a vote of not less than three-fourths (3/4) of the total number of shareholders present at the meeting and entitled to vote:

Attachment No. 4

- (a) the sale or transfer of whole or essential parts of business of the company to other persons.
- (b) the purchase or acceptance of transfer of business of other company or private companies to the company.
- (c) entering into, amending or terminating the contract relating to the leasing out of business of the company in whole or in essential parts; the assignment to anyone else to manage the business of the company or the amalgamation of the business with other persons with an objective to share profit and loss.
- (d) amendment of the memorandum of association or articles of association.
- (e) increase or reduction of the capital of the company or the issuance of debentures.
- (f) the amalgamation of company or liquidation of the company.

Attachment No. 4

Guideline for the Shareholders for attending the 2020 Annual General Meeting of Shareholders in regards to the outbreak of the Coronavirus Disease 2019 (COVID-19):

In respect of the continuous outbreak of the Coronavirus Disease 2019 (COVID-19) in many areas at the present, the Company seriously pays attention and concerns to such situations and hereby recommends the Guideline for the Shareholders to attend the 2020 Annual General Meeting of Shareholders as follows;

1. The Company shall provide the screening area for measuring body temperature for all employees and visitors before entering the building for the safety and health of all attendees. For the shareholders or proxies who traveled to/from the risk countries or have been in contact with people who traveled to/from the risk countries within 14 days before the date of the meeting or having the conditions reasonably suspected of being infected with the Coronavirus Disease 2019 (COVID-19) or get temperature higher than 37.5 Degrees Celsius, the Company shall reserve the right to entry to the building by requesting the shareholders to refrain from attending the meeting.
2. Regarding to the outbreak of COVID-19, the Securities and Exchange Commission encourages shareholders to appoint independent directors as their proxy, instead of attending in persons. Shareholders may consider appointing any of the Independent Directors listed in the 2020 AGM of Shareholders Invitation in order to protect the rights of all shareholders in the meeting and vote. The registration staffs will facilitate the documents and duty stamp for shareholders' convenience.
3. The Company will provide handwashing points by alcohol gels adequately in the meeting place especially in areas with a lot of common uses such as meeting rooms, registration area, snack boxes and beverage service area and etc. as well as spraying sanitizer to clean the meeting place before the meeting begin and emphasize to clean equipment and common use areas such as stair railing, bathroom door knobs on a regular basis and also arrange the venue, meeting room, food and beverage service area in order not to be overcrowded.
4. To ensure the safety and preventing the epidemic of COVID-19 for the meeting attendees, if any attendees develop a fever, cough runny nose, sore throat or breathing difficulties during meeting, recommend to leave the meeting immediately and contact the Company's staffs at the screening area or the registration area immediately or attendees notice any other attendees having fever, coughing sneezing or abnormal nasal discharge, please advise those attendees to contact the Company's staffs at the screening area or the registration area immediately.
5. The meeting attendees should prepare your own hygienic mask and wearing for all the time of the meeting for your own safety and all of attendees. Please avoid using and touching things with others and avoid touching the face, eyes, nose and mouth.
6. The Company encourages the meeting attendees to wash hands with soap or alcohol gel sufficiently both before and after the meeting finished and before leave the meeting place.
7. In case the meeting attendee conceals his/her health information or traveling record which will result in the outbreak of the novel Coronavirus 2019. It shall be a violation of the Communicable Diseases Act B.E. 2558.

The Company would like to thank you and sincerely hope to receive your kind cooperation to comply with the said guidelines strictly.

Questions Relating to Agenda Items of Annual General Meeting:

The Board of Directors opens to all shareholders for any questions relating to agenda items of Annual General Meeting and encourages such questions to be sent to the Board of Directors prior to the date of the Meeting.

If any shareholder would like to ask questions, here below is the guidance.

1. The shareholders shall submit their questions together with giving their data consisting of the following details:
 - Name, address, telephone number, facsimile number and e-mail (if any) and contacting address of shareholders
 - Questions related to Meeting Agendas to be asked and supporting data, (if any)
2. Channels which the Company has opened to receive questions:
 - Facsimile Number: 66 2551 1299
 - E-mail to the Company Secretary Office: jirapak@hanabk.th.com
3. Cut-off time for receiving questions:

Shareholders can send their questions prior to the date of the Annual General Meeting to the Company within Friday, 24 April 2020.
4. The Corporate Secretary shall be the person to collect the questions and pass them to the Board of Directors for considerations.
5. In responding to questions in the case where the shareholders have sent the questions prior to the shareholders Meeting, the Company shall consider giving the replies to the questions on the date of the Shareholders Meeting.

Attachment No. 6

Request Form for the Hard Copy of 2019 Annual Report:

If a shareholder would like to have the hard copy of 2019 Annual Report, 2020 AGM Notice or Proxy Form, please send the request of following information to the Company for further delivery arrangement.

Name of shareholder: _____

Address: _____

Telephone number: _____

Please mark on the checkbox for the required document.

- 2019 Annual Report
- Notice of 2020 AGM of Shareholders
- Proxy Form B

Contact details:

Ms. Penpimol Kotchabhakdi
Hana Microelectronics Public Company Limited
65/98 Soi Vibhavadi-Rangsit 64, Junction 2, Kwang Talad Bangkhen, Khet Laksi, Bangkok
10210, Thailand
Telephone Number: 66 2551 1297 Ext. 226
Facimile Number: 66 2551 1299
E-mail: penpimol_k@hanabk.th.com

หนังสือมอบฉันทะ (แบบ ข.)

Proxy (Form B.)

ปิดอากรแสตมป์
20 บาท
Duty Stamp 20 Baht

เขียนที่ _____

Written at

เลขทะเบียนผู้ถือหุ้น

วันที่ เดือน พ.ศ. _____

Shareholders' Registration No.

Date Month Year

(1) ข้าพเจ้า _____ สัญชาติ _____

I/We

Nationality

อยู่บ้านเลขที่ _____

Address

(2) เป็นผู้ถือหุ้นของ บริษัท ฮานา ไมโครอิเล็กทรอนิกส์ จำกัด (มหาชน)

being a shareholder of Hana Microelectronics Public Company Limited

โดยถือหุ้นจำนวนทั้งสิ้นรวม _____ หุ้น และออกเสียงลงคะแนนได้เท่ากับ _____ เสียง ดังนี้

holding the total amount of _____ shares and have the rights to vote equal to votes as follows:

 หุ้นสามัญ _____ หุ้น ออกเสียงลงคะแนนได้เท่ากับ _____ เสียง

ordinary share _____ shares and have the right to vote equal to _____ votes

 หุ้นบุริมสิทธิ _____ หุ้น ออกเสียงลงคะแนนได้เท่ากับ _____ เสียง

preference share _____ shares and have the right to vote equal to _____ votes

(3) ขอมอบฉันทะให้ (ผู้ถือหุ้นสามารถมอบฉันทะให้กรรมการอิสระของบริษัทฯ ก็ได้ โดยมีประวัติตามเอกสารแนบ)

Hereby appoint (The shareholder may appoint the independent director of the Company to be the proxy holder. The profile of the independent director is attached for information.)

 ชื่อ _____ อายุ _____ ปี อยู่บ้านเลขที่ _____

Name _____ Age _____ years, residing at

ถนน _____ ตำบล/แขวง _____ อำเภอ/เขต _____

Road _____ Tambol/Kwang _____ Amphur/Khet

จังหวัด _____ หรือ

Province _____ or

 นายจอห์น ทอมป์สัน กรรมการอิสระ อายุ 55 ปี หรือ

Mr. John Thompson Independent Director Age 55 years or

อยู่บ้านเลขที่ 28/8 ซอยพัฒนาเวศม์ 12 แขวงพระโขนงเหนือ เขตวัฒนา กรุงเทพฯ 10110

Residing at 28/8 Soi Pattanawej 12, Kwang Phra Khanong Nuea, Khet Wattana, Bangkok 10110

Attachment No. 7

นางสาวศักดิ์ ปรีดาภรณ์ กรรมการอิสระ อายุ 59 ปี หรือ
Mrs. Salakchitt Preedaporn Independent Director Age 59 years or
อยู่บ้านเลขที่ 255/24 ซอยสาธุประดิษฐ์ 19 ถนนสาธุประดิษฐ์ แขวงช่องนนทรี เขตยานนาวา กรุงเทพฯ 10120
Residing at 255/24 Soi Sathupradit 19, Sathupradit Road, Chongnonsi, Yannawa, Bangkok 10120

นายยี่งศักดิ์ เจริญธา กรรมการอิสระ อายุ 73 ปี
Mr. Yingsak Jenratha Independent Director Age 73 years
อยู่บ้านเลขที่ 99/208 หมู่ 5 ตำบลสันทรายน้อย อำเภอสันทราย จังหวัดเชียงใหม่ 50210
Residing at 99/208 Moo 5, T. Sansai Noi, A. Sansai, Chaingmai 50210

คนใดคนหนึ่งเพียงคนเดียวเป็นผู้แทนของข้าพเจ้า เพื่อเข้าร่วมประชุมและออกเสียงลงคะแนนแทนข้าพเจ้า ในการประชุม
สามัญผู้ถือหุ้นครั้งที่ 27/2563 ในวันพฤหัสบดีที่ 30 เมษายน 2563 เวลา 14.00 น. ณ สำนักงานใหญ่ของบริษัทฯ เลขที่ 65/98
ซอยวิภาวดี-รังสิต 64 แยก 2 แขวงตลาดบางเขน เขตหลักสี่ กรุงเทพมหานคร หรือที่จะพึงเดินทางไปในวัน เวลา และสถานที่
อื่นด้วย

Anyone of the above as my/our proxy holder to attend and vote on my behalf at the Annual General Meeting of
Shareholders No. 27/2020 to be held on **Thursday, 30 April 2020 at 14.00 hrs., at the Company's Head Office No.
65/98 Soi Vibhavadi-Rangsit 64 Junction 2, Kwang Talad Bangkhen, Khet Laksi, Bangkok** or on any data and at
any postponement thereof.

(4) ข้าพเจ้าได้มอบฉันทะให้ผู้รับมอบฉันทะในการเข้าร่วมประชุมและออกเสียงลงคะแนนในครั้งนี้ ดังนี้

I/we authorize the proxy holder to attend the meeting and votes are as follows:

วาระที่ 1 พิจารณารับรองรายงานการประชุมสามัญผู้ถือหุ้นครั้งที่ 26/2562 วันที่ 30 เมษายน 2562

**Agenda 1 To approve the Minutes of the Annual General Meeting of Shareholders No. 26/2019 that was held
on 30 April 2019**

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร หรือ

(a) The proxy holder shall be entitled to consider and resolve in lieu of me in all respects as deemed appropriate. or

(ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(b) The proxy holder shall vote in accordance with my wish as follows:

เห็นด้วย / Approve ไม่เห็นด้วย / Disapprove งดออกเสียง / Abstain

วาระที่ 3 พิจารณานุมัติงบการเงิน ประจำปีสิ้นสุด ณ วันที่ 31 ธันวาคม 2562

Agenda 3 To approve the financial statements for the fiscal period ended 31 December 2019

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร หรือ

(a) The proxy holder shall be entitled to consider and resolve in lieu of me in all respects as deemed appropriate. or

(ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(b) The proxy holder shall vote in accordance with my wish as follows:

- เห็นด้วย / Approve ไม่เห็นด้วย / Disapprove งดออกเสียง / Abstain

วาระที่ 4 พิจารณานุมัติการจ่ายเงินปันผลประจำปี 2562

Agenda 4 To approve the dividend payment for the year 2019

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร หรือ

(a) The proxy holder shall be entitled to consider and resolve in lieu of me in all respects as deemed appropriate. or

(ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(b) The proxy holder shall vote in accordance with my wish as follows:

- เห็นด้วย / Approve ไม่เห็นด้วย / Disapprove งดออกเสียง / Abstain

วาระที่ 5 พิจารณานุมัติเลือกตั้งกรรมการเข้าดำรงตำแหน่งแทนกรรมการที่ครบกำหนดออกตามวาระ

Agenda 5 To approve the re-appointment of directors in place of those retired by rotation

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร หรือ

(a) The proxy holder shall be entitled to consider and resolve in lieu of me in all respects as deemed appropriate. or

(ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(b) The proxy holder shall vote in accordance with my wish as follows:

การแต่งตั้งกรรมการทั้งหมด หรือ / Vote for all the nominated candidates as a whole or

- เห็นด้วย / Approve ไม่เห็นด้วย / Disapprove งดออกเสียง / Abstain

การแต่งตั้งกรรมการเป็นรายบุคคล / Vote for an individual nominee

1. นายจอห์น ทอมป์สัน / Mr. John Thompson

- เห็นด้วย / Approve ไม่เห็นด้วย / Disapprove งดออกเสียง / Abstain

2. นางสลักจิตต์ ปริดาภรณ์ / Mrs. Salakchitt Preedaporn

- เห็นด้วย / Approve ไม่เห็นด้วย / Disapprove งดออกเสียง / Abstain

วาระที่ 6 พิจารณานุมัติค่าตอบแทนกรรมการประจำปี 2563

Agenda 6 To approve the directors' remuneration for the year 2020

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร หรือ

(a) The proxy holder shall be entitled to consider and resolve in lieu of me in all respects as deemed appropriate. or

(ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(b) The proxy holder shall vote in accordance with my wish as follows:

- เห็นด้วย / Approve ไม่เห็นด้วย / Disapprove งดออกเสียง / Abstain

Attachment No. 7

วาระที่ 7 พิจารณาแต่งตั้งผู้สอบบัญชีและกำหนดค่าตอบแทนของผู้สอบบัญชีบริษัทฯ ประจำปี 2563

Agenda 7 To approve the appointment of the Company's auditors for the year 2020 and to fix their remuneration

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร หรือ

(a) The proxy holder shall be entitled to consider and resolve in lieu of me in all respects as deemed appropriate. or

(ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(b) The proxy holder shall vote in accordance with my wish as follows:

เห็นด้วย / Approve

ไม่เห็นด้วย / Disapprove

งดออกเสียง / Abstain

วาระที่ 8 พิจารณาวาระอื่น ๆ (ถ้ามี)

Agenda 8 To consider any other business (If any)

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร หรือ

(a) The proxy holder shall be entitled to consider and resolve in lieu of me in all respects as deemed appropriate. or

(ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(b) The proxy holder shall vote in accordance with my wish as follows:

เห็นด้วย / Approve

ไม่เห็นด้วย / Disapprove

งดออกเสียง / Abstain

(5) การลงคะแนนเสียงของผู้รับมอบฉันทะในวาระใดที่ไม่เป็นไปตามที่ระบุไว้ในหนังสือมอบฉันทะนี้ให้ถือว่าการลงคะแนนเสียงนั้นไม่ถูกต้อง และไม่ใช่ว่าเป็นการลงคะแนนเสียงของข้าพเจ้าในฐานะผู้ถือหุ้น

Voting for the proxy holder in any agenda that is not specified in this proxy shall be considered as invalid and not my/our voting as a shareholder.

(6) ในกรณีที่ข้าพเจ้าไม่ได้ระบุความประสงค์ในการออกเสียงลงคะแนนในวาระใดไว้หรือระบุไว้ไม่ชัดเจน หรือในกรณีที่ที่ประชุมมีการพิจารณา เลือกลงมติในเรื่องใดนอกเหนือจากเรื่องที่ระบุไว้ข้างต้น รวมถึงกรณีที่มีการแก้ไขเปลี่ยนแปลงหรือเพิ่มเติมข้อเท็จจริงประการใด ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

In case I/we have not declared a voting intention in any agenda or my/our determination is not clear or in case the meeting consider or passes resolutions in any matters apart from those agenda specified above, including the case that there is any amendment, modification or addition of any fact, the proxy holder shall have the right to consider and vote as to his/her consideration.

Attachment No. 7

กิจการใดที่ผู้รับมอบฉันทะได้กระทำไปในการประชุม เว้นแต่กรณีที่มีผู้รับมอบฉันทะไม่ออกเสียงตามที่ข้าพเจ้าระบุในหนังสือมอบฉันทะให้ถือเสมือนว่าข้าพเจ้าได้กระทำเองทุกประการ

Any business carried on by the proxy holder in the said meeting, except the proxy holder does not vote as I/we specify in the proxy form, shall be deemed as having been carried out by myself/ourselves in all respects.

ลงชื่อ/Signed _____ ผู้มอบฉันทะ/Grantor
(_____)

ลงชื่อ/Signed _____ ผู้รับมอบฉันทะ/Proxy
(_____)

ลงชื่อ/Signed _____ ผู้รับมอบฉันทะ/Proxy
(_____)

ลงชื่อ/Signed _____ ผู้รับมอบฉันทะ/Proxy
(_____)

หมายเหตุ / Remark

1. ผู้ถือหุ้นที่มอบฉันทะจะต้องมอบฉันทะให้ผู้รับมอบฉันทะเพียงรายเดียวเป็นผู้เข้าประชุมและออกเสียงลงคะแนนไม่สามารถแบ่งแยกจำนวนหุ้นให้ผู้รับมอบฉันทะหลายคนเพื่อแยกการลงคะแนนเสียงได้

A Shareholder shall appoint only one proxy holder to attend and vote at the meeting. A shareholder may not split shares and appoint more than one proxy holder in order to split votes.

2. วาระเลือกตั้งกรรมการสามารถเลือกตั้งกรรมการทั้งหมดหรือเลือกตั้งกรรมการเป็นรายบุคคล

In agenda regarding the election of directors, the ballot can be either for all the nominated candidates as a whole of for an individual nominee.

3. ในกรณีที่มีวาระที่จะพิจารณาในการประชุมมากกว่าวาระที่ระบุไว้ข้างต้น ผู้มอบฉันทะสามารถระบุเพิ่มเติมได้ในใบประจำต่อแบบหนังสือมอบฉันทะแบบ ข. ตามแนบ

In case that there is any further agenda apart from specified above brought into consideration in the meeting, the proxy holder may use the Annex attached to Proxy Form B.

ใบประจำต่อหนังสือมอบฉันทะแบบ ข.

Annex attached to the Proxy Form B.

การมอบฉันทะในฐานะเป็นผู้ถือหุ้นของบริษัท ฮานา ไมโครอิเล็กทรอนิกส์ จำกัด (มหาชน)

The Proxy of the shareholder of Hana Microelectronics Public Company Limited

ในการประชุมสามัญผู้ถือหุ้นครั้งที่ 27/2563 วันพฤหัสบดีที่ 30 เมษายน 2563 เวลา 14.00 น. ณ สำนักงานของบริษัทฯ เลขที่ 65/98 ซอยวิภาวดี-รังสิต 64 แยก 2 แขวงตลาดบางเขน เขตหลักสี่ กรุงเทพมหานคร หรือที่จะพึงเลื่อนไปในวัน เวลา และสถานที่อื่นด้วย

At the Annual General Meeting of Shareholders No. 27/2020 to be held on Thursady, 30 April 2020 at 14.00 hrs., at the Company's Head Office 65/98 Soi Vibhavadi-Rangsit 64 Junction 2, Kwang Talad Bangkhen, Khet Laksi, Bangkok or on any date and at any postponement thereof.

วาระที่ _____ เรื่อง _____
Agenda Subject

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร หรือ
(a) The proxy holder shall be entitled to consider and resolve in lieu of me in all respects as deemed appropriate.
or

- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) The proxy holder shall vote in accordance with my wish as follows:

เห็นด้วย / Approve ไม่เห็นด้วย / Disapprove งดออกเสียง / Abstain

วาระที่ _____ เรื่อง _____
Agenda Subject

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร หรือ
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วาระที่ _____ เรื่อง เลือกตั้งกรรมการ (ต่อ)

Agenda Election of directors (Continued)

ชื่อกรรมการ _____

Director name

เห็นด้วย / Approve

ไม่เห็นด้วย / Disapprove

งดออกเสียง / Abstain

ชื่อกรรมการ _____

Director name

เห็นด้วย / Approve

ไม่เห็นด้วย / Disapprove

งดออกเสียง / Abstain

ชื่อกรรมการ _____

Director name

เห็นด้วย / Approve

ไม่เห็นด้วย / Disapprove

งดออกเสียง / Abstain

ชื่อกรรมการ _____

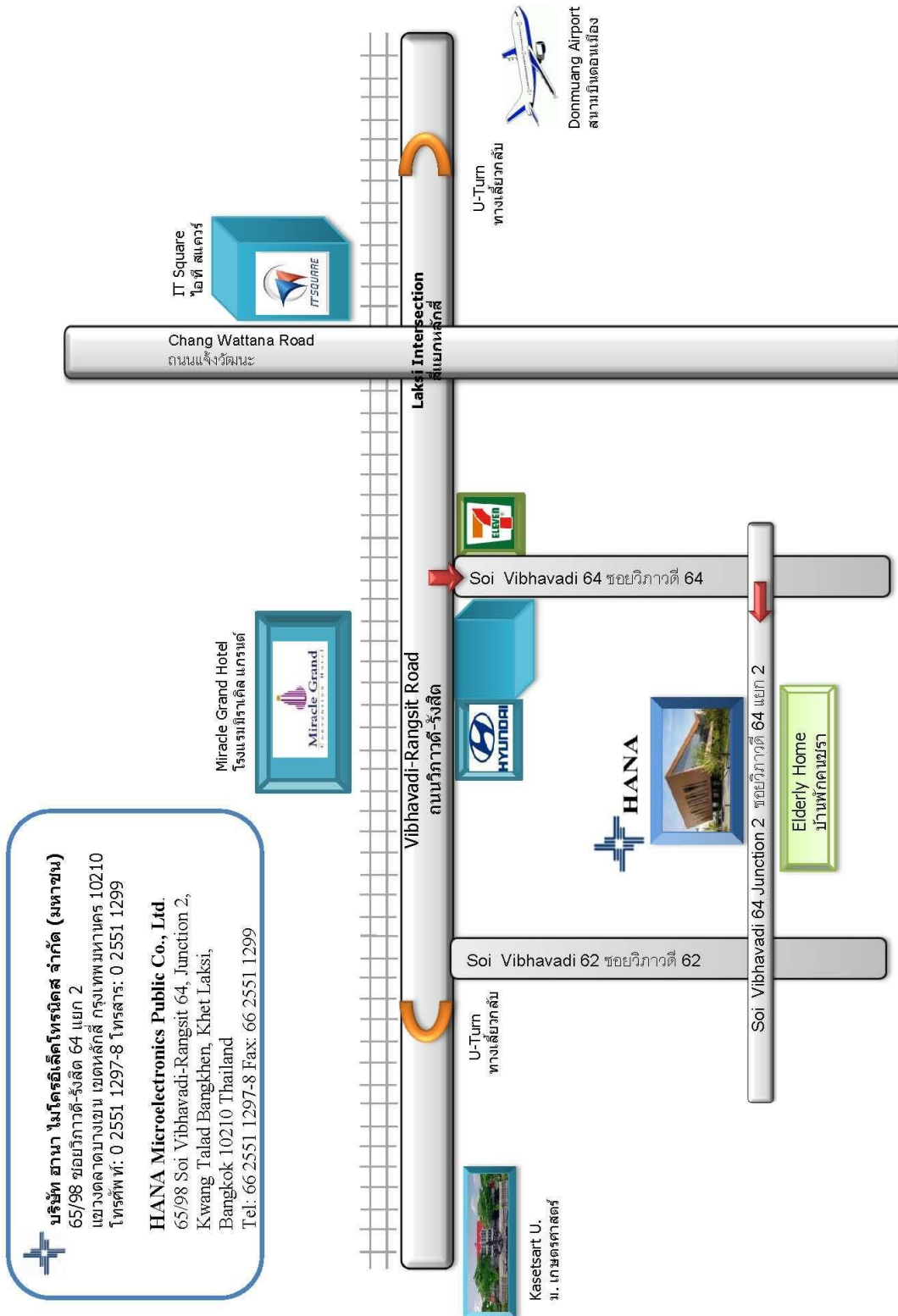
Director name

เห็นด้วย / Approve

ไม่เห็นด้วย / Disapprove

งดออกเสียง / Abstain

Attachment No. 8





HANA

Microelectronics Public Company Limited

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