



HANA
Microelectronics Public Company Limited

Notice of 2022

Annual General Meeting of Shareholders

On Friday, 29 April 2022 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, no lunch, no tea and coffee provided but the Company will prepare a snack box and drinking water set for each person attending the meeting.

To prevent the outbreak of COVID-19, the Company will prepare the seats with appropriate social distancing by maintaining at least 1.5 meter of physical distance. **This will limit number of available seats in the meeting room to 40 seats maximum. When the seats are fully occupied on the first come first served basis, no more participants will be allowed to enter the meeting venue.** Shareholders, who attend the meeting but the meeting room is already full, are required to grant proxy to the Company's independent director to attend the meeting instead of participating in person.

For the shareholders 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 COVID-19 in attachment no. 5 page 38 - 39

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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 2022 AGM in PDF file
 - 1.2 56-1 One Report 2021 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 Bangkhen, Khet Laksi,
Bangkok 10210, Thailand
Tel: 0 2551 1297-8 Fax: 0 2551 1299

29 March 2022

Subject: Notice of the Annual General Meeting of Shareholders No. 29/2022
To: Shareholders of Hana Microelectronics Public Company Limited

Notice is hereby given that the Annual General Meeting No. 29/2022 of Hana Microelectronics Public Co., Ltd. will be held at **the Company's Headquarters, 65/98 Soi Vibhavadi-Rangsit 64 Junction 2, Kwang Talad Bangkhen, Khet Laksi, Bangkok 10210, Thailand on Friday, 29 April 2022 at 14:00 hrs.**

Agenda of the Meeting

Agenda 1: To approve the Minutes of the Annual General Meeting of Shareholders No. 28/2021 that was held on 30 April 2021

Facts and Reasons: The Minutes of the Annual General Meeting of Shareholders No. 28/2021 that was held on 30 April 2021 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 <https://www.hanagroup.com>.

Board's opinion: The Meeting Minutes No. 28/2021 was recorded completely and accurately. The Board recommends to shareholders that the Minutes of the Annual General Meeting of Shareholders No. 28/2021 should be approved.

Special interest of independent directors in this agenda: None

Required votes for resolution: The resolution for this agenda requires the majorities' votes of shareholders who attend the meeting and being entitled to vote at the meeting.

Agenda 2: To acknowledge the Company's operation results for the year 2021

Facts and Reasons: The Company performance during 2021 is presented in the 5 Report.

Board's opinion: The Board recommends to shareholders to acknowledge the operation results of the Company for the year 2021 as proposed.

Special interest of independent directors in this agenda: None

Required votes for resolution: This agenda is for acknowledgement, therefore there is no vote casting.

Agenda 3: To approve the financial statements for the fiscal year ended 31 December 2021

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 56-1 One 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 2021 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

Required votes for resolution: The resolution for this agenda requires the majorities' votes of shareholders who attend the meeting and being entitled to vote at the meeting.

Agenda 4: To approve the dividend payment for the year 2021

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 2021, the Board recommends paying the final dividend for the financial year ended 31 December 2021 at Baht 1.00 per share with the Record Date on 14 March 2022 and the dividend payment made on 17 May 2021. 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 was paid from the net profit from Non-BOI businesses which was subjected to 10% withholding tax so the final dividend paid is Baht 0.95 per share net.

The Company paid an interim dividend from the net profit of the first six month period of 2021 at the rate of Baht 1.00 per share on 15 November 2021. The dividend of Baht 0.70 per share was paid from the net profit from BOI promoted businesses which had the tax exemption and another Baht 0.30 was paid from the net profit from Non-BOI businesses which was subjected to 10% withholding tax so the net dividend paid was Baht 0.97 per share. Therefore, the total dividend payment for the financial year ended 31 December 2021 will be Baht 2.00 per share gross or Baht 1.92 per share net.

In 2021, the Board considered to propose to pay the dividend payment higher than the policy which was 104% of THB 1,545 million of net profit (EPS 1.92) whilst the proposed dividend of THB 2.00 per share is 71% of net profit before non-recurring items of THB 2,274 million (EPS 2.83) which is more reflective of the operating cash flow of the Company whereas the retained

earnings are sufficient to cover the proposed dividend. The comparison of dividend payment with last year is as follows.

| Details of Dividend Payment | The fiscal year ended December 31, 2021 (Proposed) | The fiscal year ended December 31, 2020 |
|---|--|---|
| 1. Net Profit (based on consolidated financial statements) (Baht) | 1,545,313,361 | 1,907,741,319 |
| 2. Number of shares (share) | 804,878,860 | 804,878,860 |
| 3. Earning per share (Baht/share) | 1.92 | 2.37 |
| 4. Total dividend (Baht/share) | 2.00 | 1.40 |
| • Interim dividend | 1.00 | 0.65 |
| • Final dividend | 1.00 | 0.75 |
| 5. Total Dividend paid (Baht) | 1,408,538,005 | 1,126,830,404 |
| 6. Percentage of total dividend payment against the net profit | 104% | 59% |

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 15 November 2021 at the rate of Baht 1.00 per share and to approve the final dividend payment from the retained earnings and net profits of the financial year ended 31 December 2021 to be Baht 1.00 per share. The total 2021 dividend payment will be Baht 1.92 per share, or Baht 1,409 million. For the final dividend Baht 1.00, the Board had determined the record date on 14 March 2022 and the payment date on 17 May 2022. 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

Required votes for resolution: The resolution for this agenda requires the majorities' votes of shareholders who attend the meeting and being entitled to vote at the meeting.

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. Terrence Philip Weir to be re-elected as an executive director
2. Ms. Pornphan Abhamongkol to be re-elected as an independent director

From October - December 2021, 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. Terrence Philip Weir, executive director and Ms. Pornphan Abhamongkol, 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. Terrence Philip Weir and Ms. Pornphan Abhamongkol have the interest in this agenda.

Required votes for resolution: The resolution for this agenda requires the majorities' votes of shareholders who attend the meeting and being entitled to vote at the meeting.

Agenda 6: To approve the increase of the Board size and approve the appointment of the new directors

Facts and Reasons: This additional board seats enable the diversity in the board structure which comprises persons of diverse knowledge, skills and experiences that will benefit the Company's business operations and also drive the business in accordance with the vision, mission, strategy as well as the Company's policy.

Board's opinion: The Board recommends the shareholders to approve to increase the number of directors from 6 to 8 directors and approve the appointment of the 2-new directors as follows.

1. Mr. Sanjay Nirendra Mitra, to be an executive director
2. Mr. Insuk Kim, to be an executive director

During October - December 2021, 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, through the screening process, has determined that both of them have the qualifications appropriate to the business operation of the Company.

Special interest of independent directors in this agenda: None

Required votes for resolution: The resolution for this agenda requires the majorities' votes of shareholders who attend the meeting and being entitled to vote at the meeting.

Agenda 7: To approve the directors' remuneration for the year 2022

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 2022 not over than Baht 5,000,000.

The total package compared to last year is as follows.

| Directors' Remuneration | Y2022 (Proposed) | | | Y2021 | | |
|-------------------------|-------------------|---|----------------|-------------------|---|----------------|
| Position | Meeting Allowance | Bonus | Other benefits | Meeting Allowance | Bonus | Other benefits |
| Chairman of the Board | Baht 94,750 /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 56,650 /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
4. Ms. Pornphan Abhamongkol, the independent director

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

Required votes for resolution: The resolution for this agenda requires the majorities' votes of shareholders who attend the meeting and being entitled to vote at the meeting.

Agenda 8: To approve the appointment of the Company's auditors for the year 2022 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 2022 and proposed the remuneration fees not exceeding Baht 2,450,000.

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 2022 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 2022 in the amount not exceeding Baht 2,450,000.

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

Audit Fee

| Auditor's remuneration | Y2022 (Proposed) | Y2021 | % change |
|------------------------|------------------|------------------|----------|
| Financial audit fees | 2,450,000 | 2,450,000 | - |
| Total | 2,450,000 | 2,450,000 | - |

Remark:

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 | Y2022 (Proposed) | Y2021 | % 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

Required votes for resolution: The resolution for this agenda requires the majorities' votes of shareholders who attend the meeting and being entitled to vote at the meeting.

Agenda 9: To consider any other business

-

The Shareholder Register Book for the right to attend the Annual General Meeting of Shareholders shall be recorded on 14 March 2024. 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

Attachment No. 1

MINUTES OF THE ANNUAL GENERAL MEETING OF SHAREHOLDERS NO. 28/2021

Held at the Company's Headquarters
65/98 Soi Vibhavadi-Rangsit 64, Junction 2, Kwang Talad Bangkhen, Khet Laksi, Bangkok
On 30 April 2020
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, the Risk Management Committee and Proxy of shareholders |
| 6) Mr. Yingsak Jenratha, | Independent Director, the Audit Committee, the Corporate Governance Committee, the Risk Management 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 |
|--------------------------------|----------------------------|

Assistant to the Chairman and translator:

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

Independent Inspector:

- 10) 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 and the Chairman of the Meeting. The Chairman introduced the directors and executives, sub-committees present in the Meeting including the representatives from the Company's external auditor 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). In order to prevent the spread of Covid-19, some directors were seated in the separate meeting rooms for social distancing and attended the meeting by Zoom application. All directors, executives and external auditors were welcome for shareholders' questions and ready to provide responding to inquiry and any clarification to the Meeting.

Quorum Announcement:

There were shareholders attending the meeting in person 13 shareholders holding 7,539,270 shares and 948 proxies holding 626,533,476 shares. Those total 961 shareholders holding 634,072,737 shares are equivalent to 78.78% 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 assistance to the Chairman was appointed to inform 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 cannot 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).

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. 27/2020 which was held on 30 April 2020

The Chairman proposed the Meeting to certify the Minutes of the Annual General Meeting of Shareholders No. 27/2020, 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 | 634,072,737 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. 27/2020 that was held on 30 April 2020.

Agenda 2: To acknowledge the operation's results of the Company in 2020

The Chairman invited Mr. Richard Han to report the operation's results of the Company for the year 2020 including Management Discussion and Analysis (MD&A). Mr. Richard presented to the Meeting as follows.

Hana's key financial performance figures for the year 2020 compared to 2019 were:-

- Revenues down 5% from THB 20,384 million in 2019 to THB 19,282 million in 2020
- Operating income up 23% from THB 1,408 million in 2019 to THB 1,725 million in 2020
- EBITDA income up 14% from THB 2,546 million in 2019 to THB 2,900 million in 2020
- NPAT up 6% from THB 1,804 million in 2019 to THB 1,908 million in 2020
- Cash and financial investments up from THB 8.5 billion at YE 2019 to THB 9.7 billion at year ending 2020
- Gross dividend payout up 7.7% from THB 1.30/share for 2019 to THB 1.40/share for 2020

Revenue Analysis: Group Sales Revenues reduced by 5.0% YoY

In 2020 there was only one story – the impact of the COVID-19 pandemic on the Hana Group. Overall we saw steep drops in revenue as the world locked down in the first half with a recovery in Q4 as the global economy started to improve.

China was the first to lockdown during the Chinese New Year as the virus began to spread hitting our Jiaying plant which was closed for over five weeks. When we include all the knock-on effects and the disruption to the supply chain, plus pre-planned relocation of certain product lines to LPN, the IC sales dropped 17% YoY and PCBA sales dropped 7% YoY.

Due to the pandemic in LPN, we saw a drop of 5% and in AYT, a drop of 2% YoY. A weak second & third quarter was supported by a recovery in the final quarter as strong demand for semiconductors gathered pace towards the year-end. For Hana Technologies Inc., we suffered a 18% drop YoY as the US was hit hard with lock downs. Our Cambodian unit actually saw an increase of 26% YoY due to the increase in our remote assembly in the first half of 2020 which then was abruptly stopped for second half of the year.

The implementation of SAP S/4 in LPN was done successfully and without any major issues.

Operating profit analysis: Operating profits increase 23% YoY

Operating profits increased year on year from THB 1.4 billion in 2019 to THB 1.7 billion in 2020. The main reasons were due to the strengthening of the

THB by ~8% in the first half of the year coupled with a positive impact relating to written back inventory taken in Q4/19. Overall the lockdown caused a top line reduction of 5% however a weakening of the US\$ later in the year reversed some of the first half gains.

Group Net profit analysis: Net Profit increased by 6% YoY

Net Profit increased by 6% to THB 1.9 billion in 2020 from THB 1.8 billion in 2019 supported predominately by the strength in operating profits whilst the US\$/THB rate swung significantly during the year. Our hedging activities netted a gain of THB136 million compared to a gain of THB 334 million in 2019.

Cash reserve analysis

The group generated THB 2.9 billion in EBITDA in 2020 up 14% over 2019 and has no interest bearing debt. Cash reserves (and financial investments) were THB 9.7 billion at year ended 2020 up from THB 8.5 billion at year ended 2019. The group's capital expenditure in 2020 was THB 1.05 billion a slight decrease compared to 2019. This included no cut backs on our R&D expenditure which we believe are vital for our future growth and an interim dividend payout of THB 523 million. The group generated approximately THB 1.35 billion in free cash flow during 2020.

2021 Outlook and the company strategies

2021 has started with a second wave of global lockdowns as the winter months and lax attention to health guidelines took their toll. However, the economic impacts have been better overseen with central banks support and better health management. Finally, the arrival of various vaccines has heralded what is believed to be finally the beginning of the end of Covid-19. That said, with various mutations and the enormous logistical issues with implantation, it will take more than a year to see the overall positive impact. However global economic growth is expected to accelerate from what was a historically low 2020 and the electronics industry which overall rode the pandemic better than most, is anticipated to benefit from the anticipated economic rebound. The acceleration in the launch of 5G will positively impact Hana's biggest industrial exposure of smartphone, and autos have unexpectedly recovered quickly, (especially in China) to the point whereby some have been caught off-guard with their inventory management.

Whilst it is still uncertain how the new US administration will interact with China, it seems that the decoupling theme and competitive rivalry will continue with so far no indications to any changes on the tariff issue. Further we should be aware that tensions in the South China Sea may become a flash point as tensions do not seem to be subsiding.

Attachment No. 1

Hana will expand our investment in 2021 and we project to invest about THB 2.2 billion which is in excess of 100% increase over 2020. This is mainly to expand our capacity for the IC industry where there is currently a shortage of capacity and large demand and further continue with our power management R&D development.

As in the past 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.

The Company was certified as a member of Thailand's Private Sector Collective Action Coalition Against Corruption since 2015.

The Chairman opened for questions or comments. As there was no further question from shareholders, the Chairman then announced that the Meeting acknowledged the operation's results of the Company for the year 2020.

Agenda 3: To approve the financial statements for the year ended 31 December 2020

The Chairman proposed the meeting to approve the financial statements for the financial period year ended 31 December 2020 and the auditor's report, all of which have been reviewed by the Audit Committee.

The Chairman opened for questions or comments. 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 | 634,072,737 Votes; | 100 % |
| Disapprove | 0 Votes; | 0 % |
| Abstain | 0 Votes; | 0 % |
| Invalid | 0 Votes; | 0 % |

Resolution: The Meeting approved the financial statements for the year ended 31 December 2020.

Agenda 4: To approve the dividend payment for the year 2020

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 2020, the Board recommends to pay the final dividend for the financial year ended 2020 at Baht 0.75 per share which is paid from the net profit and retained earnings as at 31 December 2020 by setting the Record Date on 12 March 2021. The dividend payment will be made on 17 May 2021. The final dividend of Baht 0.75 per share is paid from the net profit and retained earnings from BOI promoted businesses which has the tax exemption.

On 9 November 2020, the Company paid an interim dividend from the net profit of the first sixth months period of 2020 at the rate of Baht 0.65 per share. The dividend of Baht 0.45 per share was paid from BOI promoted businesses which has the tax exemption and another Baht 0.20 was paid from Non-BOI businesses which is subjected to 10% withholding tax so the interim dividend paid was Baht 0.63 per share net. Therefore, the total dividend payment for the financial year ended 31 December 2020 will be Baht 1.40 per share gross or Baht 1.38 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.

Attachment No. 1

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

| | | |
|------------|--------------------|-------|
| Approve | 634,072,737 Votes; | 100 % |
| Disapprove | 0 Votes; | 0 % |
| Abstain | 0 Votes; | 0 % |
| Invalid | 0 Votes; | 0 % |

Resolution: The Meeting acknowledged the interim payment at the rate of Baht 0.65 per share that was paid on 9 November 2020 and approved the annual dividend payment for the year 2020 at the rate of Baht 0.75 per share to be paid on 17 May 2021. The final dividend of Baht 0.75 per share is paid from the net profit and retained earnings as at 31 December 2020 from BOI promoted businesses which has the tax exemption.

The total 2020 dividend would be Baht 1.40 per share gross or Baht 1.38 per share net which was composed of interim dividend Baht 0.65 per share paid on 9 November 2020 and the final dividend Baht 0.75 per share gross to be paid on 17 May 2021.

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

The Chairman informed the Meeting that Mr. Richard David Han and Mr. Yingsak Jenratha 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 October - December 2020 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. Richard David Han – be appointed as an executive director
- 2) Mr. Yingsak Jenratha – be appointed as an independent 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 and have qualifications as prescribed by relevant laws and regulations. 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. Richard David Han as an executive director for another term

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

| | | |
|------------|--------------------|-----------|
| Approve | 608,129,737 Votes; | 95.9085 % |
| Disapprove | 24,903,000 Votes; | 3.9275 % |
| Abstain | 1,040,000 Votes; | 0.1640 % |
| Invalid | 0 Votes; | 0 % |

5.2 Appoint Mr. Yingsak Jenratha as an independent director for another term

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

| | | |
|------------|--------------------|-----------|
| Approve | 625,193,137 Votes; | 98.5996 % |
| Disapprove | 8,879,600 Votes; | 1.4004 % |
| Abstain | 0 Votes; | 0 % |
| Invalid | 0 Votes; | 0 % |

Resolution: The Meeting approved the appointment of Mr. Richard David Han as an executive director and Mr. Yingsak Jenratha as an independent director for another term.

Agenda 6: To approve the directors' remuneration for 2021

The Chairman proposed the meeting to consider and approve the remuneration of the Board of Directors for the year 2021 at the below rates not exceeding Baht 5,000,000.

| Position | Meeting Allowance | Bonus | Other benefits |
|------------------------------------|-------------------|--|----------------|
| Chairman of the Board of Directors | 92,000 Baht | Minimum one time of meeting allowance depending on the Company's performance | None |
| Independent Directors | 55,000 Baht | Minimum one time of meeting allowance depending on the Company's performance | None |
| Executive Directors* | 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.

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

Attachment No. 1

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

| | | |
|------------|--------------------|-----------|
| Approve | 633,590,937 Votes; | 99.9240 % |
| Disapprove | 481,800 Votes; | 0.0760 % |
| Abstain | 0 Votes; | 0 % |
| Invalid | 0 Votes; | 0 % |

Resolution: The Meeting approved the Board of Directors' remuneration for 2021 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 2021 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 2021.

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. 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 | 631,953,737 Votes; | 99.6658 % |
| Disapprove | 2,119,000 Votes; | 0.3342 % |
| 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 2021 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.

Attachment No. 1

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 14:47 hrs.



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

Profile of Directors Retired by Rotation

1. MR. TERRENCE PHILIP WEIR



| | |
|---|--|
| Position for election: | Executive Director |
| Director type: | Re-appointment from a retire director |
| Age: | 62 years old |
| Education: | Bachelor of Economics, Macquarie University, CPA, Australia |
| Date of first appointment: | 26 July 1993 |
| Number of years as the director: | 29 years |
| Experience: | 1993 - present, Executive Director Hana Microelectronics Public Co., Ltd. |
| IOD Training Course: | Director Certification Program (DCP) 6/2001, Diploma |
| Other Training: | Deep Dive into Climate Related Disclosures by The Securities and Exchange Commission and the UK government - March 2021 |
| Continuing development course in accounting knowledge (Refreshment): | <ul style="list-style-type: none">• Company valuation using Excel by CPA Australia Ltd. - November 2021 (3 hours)• Dashboarding with heat maps by CPA Australia Ltd. -November 2021 (3 hours)• Financial Dashboard design by CPA Australia Ltd. -November 2021 (4 hours) |
| Number of shareholding as of 31 December 2021: | 525,000 shares or 0.065% of total shares |

Meeting attendance in 2021:

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

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

| Subsidiaries of Hana (13 Companies) | Non-listed Company | Listed Company |
|---|-----------------------|-------------------|
| 1. Hana Semiconductor (BKK) Co., Ltd. 2. Hana Semiconductor (Ayutthaya) Co., Ltd. 3. Hana Technologies, Inc. 4. Hana Microelectronics, Inc. 5. Hana Microelectronics (Jiaxing) Co., Ltd. 6. Hana Microelectronics Investment Co., Ltd. 7. Hana Microelectronics International Co., Ltd. 8. Hana Microelectronics Enterprise Co., Ltd. 9. Hana Semiconductor International Ltd. 10. Hana Macao Co., Ltd. 11. Omac Sales Ltd. 12. Hana Microelectronics (Cambodia) Co., Ltd. 13. Power Master Semiconductor Co., Ltd. | None | None |
| Position in subsidiaries: Executive director | | |

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

Nomination process: The Board of Directors has considered the appointment of Mr. Terrence Philip Weir to serve as an executive director through the screening processes of the Nomination Committee who has considered his qualification, experience, and performance which are appropriate for business of the Company.

Profile of Directors Retired by Rotation

2. MS. PORNPAN ABHAMONGKOL



| | |
|---|--|
| Position for election: | Independent Director |
| Director type: | Re-appointment from a retired director |
| Age: | 58 years old |
| Education: | <ul style="list-style-type: none"> • Bachelor of Business Administration (Finance & Banking), Assumption University • Master of Business Administration, Assumption University |
| Date of first appointment: | 1 January 2022 |
| Number of years as the director: | 4 months (1 January - 29 April 2022) |
| Experience: | |
| January 2022 - present | Independent director and Audit Committee of Hana Microelectronics Public Co., Ltd. |
| 2015 - present | Freelance Consultant (Finance) |
| 2013 - 2015 | Director, Head of Client Management Department, BNP Paribas Bangkok Branch |
| IOD Training Course: | Director Accreditation Program (DAP) 190/2022 |
| Number of shareholding: | 0 shares or 0% of total shares |

Meeting attendance in 2022:

- Board of Directors Meeting 1 of 1 time
- Audit Committee Meeting 1 of 1 time
- Risk Management Committee Meeting 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 |

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 Ms. Pornphan Abhamongkol 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 she is able to provide opinions independently and comply with the related laws and regulations.

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.

Profiles of the new director appointment

1. MR. SANJAY NIRENDRA MITRA



| | |
|-------------------------------|--|
| Position for election: | Executive Director |
| Director type: | New appointment |
| Age: | 57 years old |
| Education: | <ul style="list-style-type: none">• Bachelor of Science (Physics), University of Bombay (Mumbai), India• Bachelor of Engineering (Computer Engineering), University of Bombay (Mumbai), India• Master of Science (Electrical Engineering), Montana State University, USA |
| Experience: | |
| 2022 - present | Executive Vice President and Chief Operating Officer for Semiconductor and Chief Marketing Officer Hana Microelectronics Public Co., Ltd. |
| 2012 - present | Vice President and General Manager Hana Semiconductor (Ayutthaya) Co., Ltd. |
| 2009 - present | President Hana Microelectronics, Inc. |
| 2005 - 2009 | Vice President and General Manager Hana Semiconductor (Ayutthaya) Co., Ltd. |

Attachment No. 3

| | |
|-------------|---|
| 2002 - 2004 | Customer Specific Operations Director Hana Semiconductor (Ayutthaya) Co., Ltd. |
| 2001 - 2002 | Senior Engineering Manager Brooks Automation, Inc., Colorado, USA |
| 1991 - 2001 | Manufacturing Operations Director Ramtron International Corporation, Colorado, USA |

IOD Training Course: None

Number of shareholding in Hana: 0 shares or 0% of total shares

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

| Subsidiaries of Hana | Non-listed Company | Listed Company |
|---|--------------------|----------------|
| 1. Hana Semiconductor (Ayutthaya) Co., Ltd. 2. Hana Microelectronics, Inc. | None | None |
| Position: Executive Director | | |

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

Nomination process: The Board of Directors has considered the appointment of Mr. Sanjay Nirendra Mitra to serve as an executive director through the screening processes of the Nomination Committee who has considered his qualification, experience, and performance which are appropriate for business of the Company.

Profiles of the new director appointment

2. MR. INSUK KIM



| | |
|-------------------------------|---|
| Position for election: | Executive Director |
| Director type: | New appointment |
| Age: | 59 years old |
| Education: | Bachelor of Mechanical Engineering, Kyung Hee University Seoul, Korea |
| Experience: | |
| 2022 - present | Executive Vice President and Chief Operating Officer for Microelectronics and Chief Technical Officer Hana Microelectronics Public Co., Ltd. |
| 2016 – 2021 | Corporate Senior Vice President and International Manufacturing Operations Hana Microelectronics Public Co., Ltd. |
| 2006 - 2016 | Managing Director, ON Semiconductors Corporation, Singapore and Philippines |
| 2003 - 2006 | Engineering Director STATS ChipPAC Pte. Ltd., Singapore |
| 1989 - 2003 | Engineering Director NXP Semiconductors Co., Ltd., Korea, Thailand, Philippines and Singapore |

Attachment No. 3

IOD Training Course: None

Number of shareholding in Hana 0 shares or 0% of total shares

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

| Subsidiaries of Hana | Non-listed Company | Listed Company |
|--|--------------------|----------------|
| 1. Power Master Semiconductor Co., Ltd. 2. Hana Microelectronics (Jiaying) Co., Ltd. 3. Hana Microelectronics (Cambodia) Co., Ltd. | None | None |
| Position: Executive Director | | |

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

Nomination process: The Board of Directors has considered the appointment of Mr. Insuk Kim to serve as an executive director through the screening processes of the Nomination Committee who has considered his qualification, experience, and performance which are appropriate for business of the Company.

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 – 2021 (4 years)

2018 – 2021 (4 years)

2018 – 2021 (4 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
- 53 years old
- 0 share as of 31 December 2021
- 4/4 of Audit Committee Meeting
- Over 31 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
- 49 years old
- 0 share as of 31 December 2021
- None

Attachment No. 4

Key qualification:

- Over 28 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:

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

Education:

54 years old

Age:

0 share as of 31 December 2021

Number of shareholding:

None

Meeting attendance:

Key qualification:

- Over 31 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.

Business Relationship

No purchases of goods and services rendered from the Company and its affiliates for the year ended 31 December 2021.

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. 5

Registration Procedures for Attending the Annual General Meeting

For attending the Annual General Meeting of Shareholders year 2022 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. 5

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, Corporate Governance Committee and Risk Management Committee
- 3) Mr. Yingsak Jenratha, Audit Committee, Chairman of Nomination Committee, Corporate Governance Committee and Risk Management 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

Attachment No. 5

Details of Independent Directors (Proxy)

| Name | 1. Mr. John Thompson | 2. Mrs. Salakchitt Preedarporn |
|------------|--|---|
| |  |  |
| 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 and Sustainability Committee • Risk Management Committee |
| Age | 57 years old | 61 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 |
| 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 |
| 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 |

Details of Independent Directors (Proxy)

| Name | 3. Mr. Yingsak Jenratha | 4. Ms. Pornphan Abhamongkol |
|-------------------|---|--|
| |  |  |
| Position | <ul style="list-style-type: none"> • Audit Committee • Chairman of Nomination Committee • Corporate Governance and Sustainability Committee • Risk Management Committee | <ul style="list-style-type: none"> • Audit Committee • Nomination Committee • Corporate Governance and Sustainability Committee • Risk Management Committee |
| Age | 75 years old | 58 years old |
| Address | 99/208 Moo 5, T. Sansai Noi, A. Sansai, Chiangmai 50210 | 1039/10 Sukhumvit 71 Road, Klongton Nua, Wattana, Bangkok 10110 |
| Education | <ul style="list-style-type: none"> • Bachelor Degree/Bachelor of Art in Political Sciences, Chiangmai University • Mini MBA, Kasetsart University • Operation Management Certificate from GIBA, Chulalongkorn University | <ul style="list-style-type: none"> • Bachelor of Business Administration (Finance & Banking), Assumption University • Master of Business Administration, Assumption University |
| Experience | <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. | <ul style="list-style-type: none"> • January 2022 - present, Independent director of Hana Microelectronics Public Co., Ltd. • 2015 - present, Freelance Consultant (Finance) • 2013 - 2015, Director, Head of Client Management |

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 2022:

- Ms. Pornphan Abhamongkol has 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 7 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.

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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.

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 *suri 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:

Attachment No. 5

- 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:
 - (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. 5

Guideline for the Shareholders for attending the 2022 Annual General Meeting of Shareholders in regards to the outbreak of COVID-19:

In respect of the continuous outbreak of 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 2022 Annual General Meeting of Shareholders as follows;

1. Regarding to the outbreak of COVID-19, the Company would like to request for cooperation from all shareholders to consider appointing the Company's independent directors as their proxy, instead of attending in persons. Shareholders may consider appointing any of the Company's independent directors 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.
2. In case there are shareholders who wish to attend the meeting in person, the Company would like to request your cooperation to strictly comply with the following measures.
 - (1) Shareholders or their proxies who would like to physically attend the meeting on 29 April 2022 is requested for advance registration by complete the form along with health declaration and to submit the form within 28 April 2022.
 - (2) Shareholders must be required to present a proof of being vaccinated (COVID-19 vaccine certificate).
 - (3) Before registration, shareholders must have the negative ATK result either by take their own tests or provide the Company the ATK result no longer than 1 day prior to the meeting day.
 - (4) In case there is no ATK test result, shareholders are required to take the ATK test once arrival, and not allow to enter the building unless the test result is negative.
 - (5) 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 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.
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 drink 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.

Attachment No. 5

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 will prepare the seats with appropriate social distancing by maintaining at least 1 meter of physical distance. Therefore, shareholders shall be seated and shall not move the seats that will be for the purpose of relieving crowdedness of the meeting. The Company will arrange the seating with appropriate social distancing at a minimum 1.5 meter placement from each other. This will limit number of available seats in the meeting room to 50 seats maximum. When the seats are fully occupied on the first come first served basis, no more participants will be allowed to enter the meeting venue. Shareholders, who attend the meeting but the meeting room is already full, are required to grant proxy to the Company's Independent Director to attend the meeting instead of participating in persons.

The Company will only allow the shareholders / proxies to attend the meeting and will not allow any other person accompanying them to enter the meeting room

7. 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.
8. In case the meeting attendee conceals his/her health information or traveling record which will result in the outbreak of COVID-19. It shall be a violation of the Communicable Diseases Act B.E. 2558. Shareholders shall strictly comply with relevant laws and measures stipulated by the government entitles. Shareholders' attendance to the meeting shall not be an exemption of liabilities that may incur from violation of any provisions of laws. In addition, shareholders also agree to bear any risks and impact from participating of the meeting.

In case there are any changes in the situation or additional AGM related measures that come from the government, the Company shall inform the shareholders via the Company's website. In the event that there are many attendees or the meeting venue is crowded by attendees who arrive at the same time, a delay in screening and registration for the meeting might occur. The Company hereby apologizes for any such inconvenience that may arise.

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, 22 April 2022.
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. 7

Request Form for the Hard Copy of 56-1 One Report 2021

If a shareholder would like to have the hard copy of 56-1 One Report 2021, 2022 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.

- 56-1 One Report 2021
- Notice of 2022 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
Facsimile Number: 66 2551 1299
E-mail: penpimol_k@hanabk.th.com

หนังสือมอบฉันทะ (แบบ ข.)

Proxy (Form B.)

ปิดอากรแสตมป์
20 บาท
Duty Stamp 20 Baht

เลขทะเบียนผู้ถือหุ้น

Shareholders' Registration No.

เขียนที่ _____

Written at

วันที่ เดือน พ.ศ. _____

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 57 ปี หรือ

Mr. John Thompson Independent Director Age 57 years or

อยู่บ้านเลขที่ 28/8 ซอยพัฒนาเวช 12 แขวงพระโขนงเหนือ เขตวัฒนา กรุงเทพฯ 10110

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

วาระที่ 3 พิจารณานุมัติงบการเงิน ประจำปีสิ้นสุด ณ วันที่ 31 ธันวาคม 2564**Agenda 3 To approve the financial statements for the fiscal period ended 31 December 2021**

- (ก) ให้ผู้รับมอบอำนาจมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร หรือ
- (a) The proxy holder shall be entitled to consider and resolve in lieu of me in all respects as deemed appropriate. or
- (ข) ให้ผู้รับมอบอำนาจออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
- (b) The proxy holder shall vote in accordance with my wish as follows:
- เห็นด้วย / Approve ไม่เห็นด้วย / Disapprove งดออกเสียง / Abstain

วาระที่ 4 พิจารณานุมัติการจ่ายเงินปันผลประจำปี 2564**Agenda 4 To approve the dividend payment for the year 2021**

- (ก) ให้ผู้รับมอบอำนาจมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร หรือ
- (a) The proxy holder shall be entitled to consider and resolve in lieu of me in all respects as deemed appropriate. or
- (ข) ให้ผู้รับมอบอำนาจออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า 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) ให้ผู้รับมอบอำนาจมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร หรือ
- (a) The proxy holder shall be entitled to consider and resolve in lieu of me in all respects as deemed appropriate. or
- (ข) ให้ผู้รับมอบอำนาจออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
- (b) The proxy holder shall vote in accordance with my wish as follows:
- การแต่งตั้งกรรมการทั้งชุด หรือ / Vote for all the nominated candidates as a whole or
- เห็นด้วย / Approve ไม่เห็นด้วย / Disapprove งดออกเสียง / Abstain
- การแต่งตั้งกรรมการเป็นรายบุคคล / Vote for an individual nominee
1. นายเทอร์เรนซ์ ฟิลิป เวียร์ / Mr. Terrence Philip Weir
- เห็นด้วย / Approve ไม่เห็นด้วย / Disapprove งดออกเสียง / Abstain
2. นางสาวพรพันธ์ อากามงคล / Ms. Pornphan Abhamongkol
- เห็นด้วย / Approve ไม่เห็นด้วย / Disapprove งดออกเสียง / Abstain

Attachment No. 8

วาระที่ 6 พิจารณานุมัติเพิ่มจำนวนกรรมการบริษัท และแต่งตั้งกรรมการใหม่

Agenda 6 To approve the increase of the Board size and approve the appointment of the new directors

- (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. นายซานเจย์ นิเรนดรา มิตรา / Mr. Sanjay Nirendra Mitra
- เห็นด้วย / Approve ไม่เห็นด้วย / Disapprove งดออกเสียง / Abstain
2. นายอินชุก คิม / Mr. Insuk Kim
- เห็นด้วย / Approve ไม่เห็นด้วย / Disapprove งดออกเสียง / Abstain

วาระที่ 7 พิจารณานุมัติค่าตอบแทนกรรมการประจำปี 2565

Agenda 7 To approve the directors' remuneration for the year 2022

- (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 พิจารณาแต่งตั้งผู้สอบบัญชีและกำหนดค่าตอบแทนของผู้สอบบัญชีบริษัทฯ ประจำปี 2565

Agenda 8 To approve the appointment of the Company's auditors for the year 2022 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

(ง) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

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

เห็นด้วย / Approve

ไม่เห็นด้วย / Disapprove

งดออกเสียง / Abstain

วาระที่ 9 พิจารณาวาระอื่น ๆ (ถ้ามี)

Agenda 9 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

(ง) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

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

เห็นด้วย / Approve

ไม่เห็นด้วย / Disapprove

งดออกเสียง / Abstain

(5) การลงคะแนนเสียงของผู้รับมอบฉันทะในวาระใดที่ไม่เป็นไปตามที่ระบุไว้ในหนังสือมอบฉันทะนี้ให้ถือว่าการลงคะแนนเสียงนั้นไม่ถูกต้อง และไม่ใช้เป็น การลงคะแนนเสียงของข้าพเจ้าในฐานะผู้ถือหุ้น

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 รวมถึงกรณีที่มีการแก้ไขเปลี่ยนแปลง หรือเพิ่มเติมข้อเท็จจริงประการใด 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.

กิจการใดที่ผู้รับมอบฉันทะได้กระทำไปในการประชุม เว้นแต่กรณีที่ผู้รับมอบฉันทะไม่ออกเสียงตามที่ข้าพเจ้าระบุในหนังสือมอบฉันทะให้ถือเสมือนว่าข้าพเจ้าได้กระทำเองทุกประการ

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
(_____)

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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. ในกรณีที่มิวาระที่จะพิจารณาในการประชุมมากกว่าวาระที่ระบุไว้ข้างต้น 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 29/2565 วันศุกร์ที่ 29 เมษายน 2565 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. 29/2022 to be held on Friday, 29 April 2022 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
(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. 8

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 _____

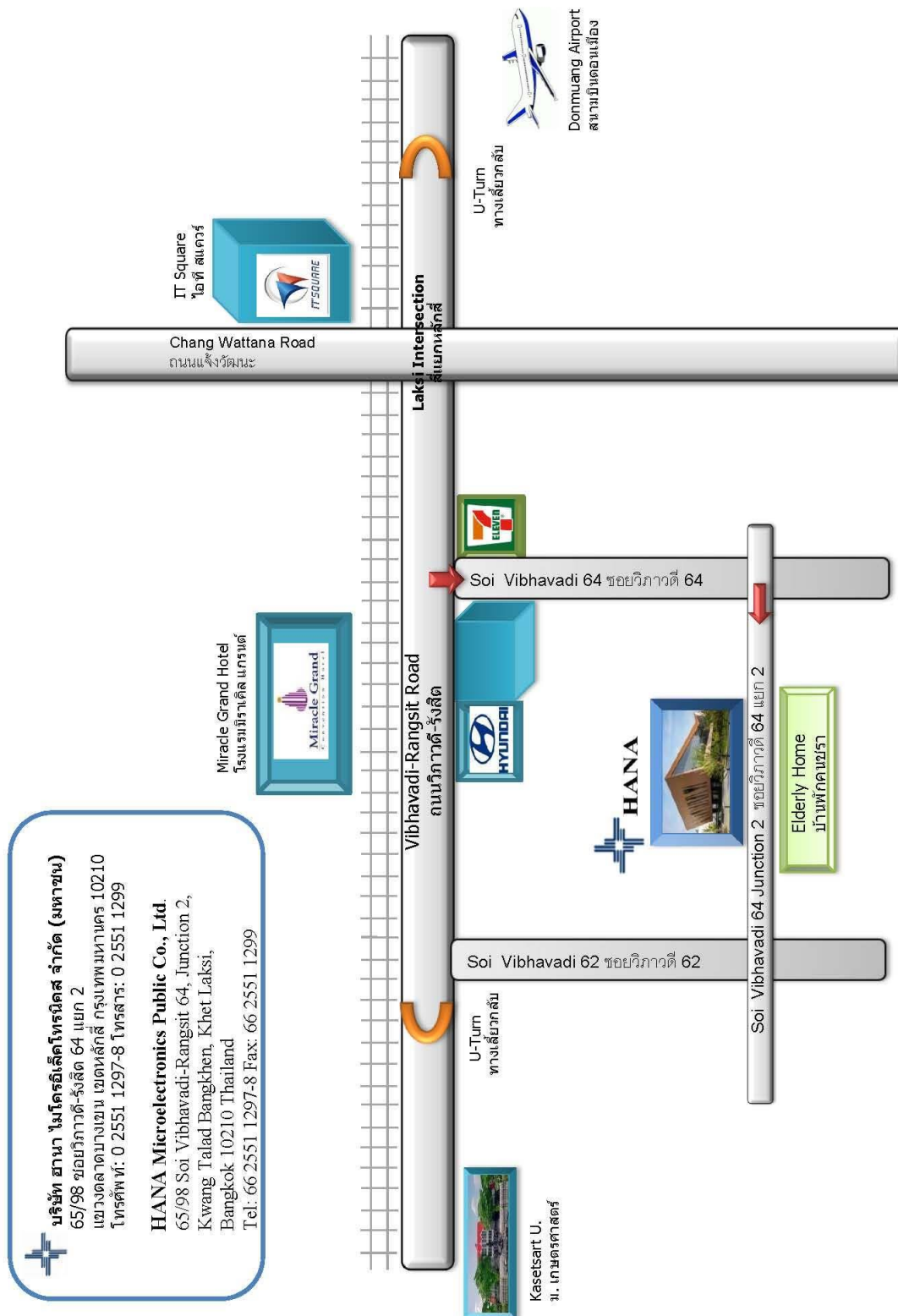
Director name

เห็นด้วย / Approve ไม่เห็นด้วย / Disapprove งดออกเสียง / Abstain

ชื่อกรรมการ _____

Director name

เห็นด้วย / Approve ไม่เห็นด้วย / Disapprove งดออกเสียง / Abstain



**Privacy Notice for the Shareholder's Meeting
Hana Microelectronics Public Co., Ltd.**

This privacy notice for the shareholder's meeting of Hana Microelectronics Public Co., Ltd. (the "Company") pursuant to the Personal Data Protection Act B.E. 2562 (2019), shall be applied for the collection, use, disclosure, and processing of personal data to verify the identity of shareholders, proxy holders, custodians, or authorized persons of a shareholder who is a juristic person.

1. Personal Data to be collected

The company will receive and collect personal data directly from shareholders and/or proxy holders and from Thailand Securities Depository Company Limited (TSD), the company's share registrar. Personal data consists of the following:

- 1.1 General Personal Data such as name, surname, identification number, date of birth, gender, shareholder identification number, image, video recording as well as health information and travel history for public health objectives in preventing COVID-19
- 1.2 Contact Information such as address, telephone, and email

2. Purpose of Collection, Use and Disclosure of Personal Data

The company collects, uses, and discloses personal data for the following purposes:

- 2.1 To call, arrange and conduct the Annual General Meeting of Shareholders of the company pursuant to the company's Articles of Association as well as applicable laws, notifications and criteria for meeting arrangement and preparation of minutes as stipulated by the government and the delivery of 56-1 One Report.
- 2.2 To be used for screening attendees who are at risk for COVID-19 to achieve public health objectives for the prevention of dangerous communicable diseases and to comply with the measures and guidelines for meeting arrangement as prescribed by the government.
- 2.3 To probably disclose personal data to persons or agencies related to items 2.1 and 2.2 as well as meeting consultants or government agencies related to public health and communicable disease prevention

3. Rights of Data Subjects

Pursuant to the applicable laws, the data subjects have the rights, pursuant to the Personal Data Protection Act B.E. 2562 (2019), which includes the right to withdraw consent, to request access to and obtain a copy of their personal data or to request the disclosure of the acquisition of the personal data without consent, to request for transferring the personal data to other person as specified by laws, to object the collection, use, or disclosure of the personal data, to request for deletion or destruction of their personal data or anonymize the personal data to become the anonymous data which cannot identify the data subject, to restrain the use of personal data, to request for making personal data to be accurate, up-to-date and not misleading, and to file a complaint in the event that the data controller or the data processor violates or does not comply with the Data Protection Act.

4. Personal Data Retention Period

The company will retain personal data under item 1 within the period specified by relevant laws and/ or as deemed necessary to achieve the purpose under item 2.

5. Contact Information

The Company Secretary: Ms. Jirapa Kongmanee
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. 117
Facsimile Number: 66 2551 1299
E-mail: jirapak@hanabk.th.com