



**SUPEREIF**

**Super Energy Power Plant Infrastructure Fund (SUPEREIF)**

# **Invitation to the Annual General Meeting of Unitholders Year 2024**

## **Super Energy Power Plant Infrastructure Fund**

**Tuesday, 23 April 2024 at 14.00 hrs. (starting registration at 13.00 hrs.)**  
at Surasak Ballroom, 11<sup>th</sup> Floor, Eastin Grand Hotel Sathorn Bangkok  
33/1 South Sathorn Road, Yannawa, Sathorn, Bangkok 10120

### **Note**

- For the convenience in registration process, please bring the registration form of the unitholders to the Management Company's staff on the date of the Meeting.
- Drinks and snacks are reserved for the unitholders or proxies attending the meeting only (1 person per 1 set).
- Souvenirs are not provided.

**Annual Report**



The invitation to the meeting of unitholders and supporting document are published on website of the fund at <https://www.supereif.com/en/investor-relations/shareholder-information/shareholder-meeting>





No. 421/2024

26 March 2024

**Re** Invitation to the 2024 Annual General Meeting of Unitholders of Super Energy Power Plant Infrastructure Fund

**To** The Unitholders of Super Energy Power Plant Infrastructure Fund

- Attachments**
1. The 2023 annual report of Super Energy Power Plant Infrastructure Fund in QR code format (or download at [www.supereif.com](http://www.supereif.com))
  2. Procedures for Registration, Attendance of the Meeting and Granting of Proxy
  3. Registration Form
  4. Proxy Form
  5. Information of the fund manager as a proxy to attend the AGM
  6. Map of the Meeting Venue

Referring to BBL Asset Management Company Limited (the “**Management Company**”) as the Management Company of Super Energy Power Plant Infrastructure Fund (SUPEREIF) (the “**Fund**”) determined to convene the 2024 Annual General Meeting of the Fund on 23 April 2024 at 14.00 hrs. (starting registration at 13.00 hrs.), at Surasak Ballroom, 11<sup>th</sup> Floor, Eastin Grand Hotel Sathorn Bangkok, 33/1 South Sathorn Road, Yannawa, Sathorn, Bangkok 10120. In this regard, the Management Company would like to invite the Unitholders to attend the meeting as per the date, time and place thereof, in order to consider the matters pursuant to the following agendas:

**Agenda 1: To acknowledge the significant management of the Fund and the management guideline of the Fund in the future**

**Fact and rationale**

The Management Company prepared the 2023 annual report of the Fund as appeared in **Attachment 1**. The details are as follows:

**1.1 The Information of the Fund**

The general information of the Fund is as follows:

## General Information

Fund Name	Super Energy Power Plant Infrastructure Fund
Security Symbol	SUPEREIF
Fund Type	Infrastructure Fund
Number of Investment Units	515 million units
Fund Capital / Par Value per Unit	<ul style="list-style-type: none"> <li>● Registration date: THB 5,150.00 million / THB 10.0000</li> <li>● After the 1<sup>st</sup> Capital Reduction: THB 5,129.40 million / THB 9.9600</li> <li>● After the 2<sup>nd</sup> Capital Reduction: THB 5,057.30 million / THB 9.8200</li> <li>● After the 3<sup>rd</sup> Capital Reduction: THB 5,036.70 million / THB 9.7800</li> <li>● After the 4<sup>th</sup> Capital Reduction: THB 4,891.99 million / THB 9.4990</li> </ul>
Management Company	BBL Asset Management Company Limited
Sponsor	Super Energy Corporation Public Company Limited (“SUPER”)
Fund Supervisor	KASIKORNBANK Public Company Limited
Lock-up Agreement	SUPER is required to maintain their unit holding in the Fund at no less than 20% of the total units initially issued and sold. This must be maintained for 12 years from the date (inclusive) the Fund successfully acquired its investment.

## Summary of Infrastructure Asset Invested by the Fund

Details of Asset	The Right of Net Revenue from the operation of solar power plant projects under Very Small Power Producer or VSPP scheme of 17 Aunyawee Holding Co., Ltd. (“17AYH”) and Health Planet Management (Thailand) Co., Ltd. (“HPM”), which produce and distribute electricity to the Provincial Electricity Authority of Thailand (“PEA”) or the Metropolitan Electricity Authority of Thailand (“MEA”) (as the case may be), totals 19 projects with the total maximum sales capacity as specified under the Power Purchase Agreements of 118 megawatts. The period of the Net Revenue Transfer Agreement commences from the Investment Closing Date of the Fund which is 14 August 2019, to the contract expiry date which is 26 December 2041 (the same expiry date of the Power Purchase Agreement of the last solar power plant project) or equals the total investment term around 22 years.
Asset Operator	SUPER
Date of Investment	14 August 2019
Period for Seeking Benefits	From 14 August 2019 to 26 December 2041
Investment Cost	THB 7,928.00 million
Latest Appraisal Value	THB 6,738.00 million (as at 31 December 2023)



1.2 Significant Changes and Developments

- None -

1.3 The Significant Management of the Fund and the Management Guideline of the Fund in the Future

Future Investment

The Fund's future investments will mainly emphasize electricity-generating infrastructure assets and/or alternative energy. Focus will be on infrastructure businesses which have already commenced operations and have a sufficient track record. Furthermore, these infrastructure assets must show its potential to generate attractive long-term financial returns to the Unitholders. The Fund is not bound by conditions or policy to invest in assets of any particular group of company.

Competition Situation / Key Competitor

The power plants that the Fund invested in the Right of Net Revenue, have no competitor, whether they are active power plants or the power plants which will be operated in the future, due to the fact that the counterparty in the Power Purchase Agreements with 17AYH and HPM committed to purchase the electricity that 17AYH and HPM will generate throughout the term of the agreements. This long-term contract's life is consistent with the Net Revenue Transfer Agreement held by the Fund.

Loans

The Fund still has adequate capital to be used in the operation without additional borrowings. As at 31 December 2023, the ratio of total liabilities to net asset value was 0.40 times (compared to the maximum ratio permitted by the Office of Securities and Exchange Commission (the "Office of the SEC") which is 3.00 times). If the Fund needs to borrow additional money from the current lender, such lender may have to consider various factors such as the reason why the Fund needs additional loans, additional collaterals the Fund shall deliver to the lender, the ratio of the total loan amount to the capital amount received from fundraising through the public offering (formerly the lender had a certain ratio as specified in the loan approval process), etc.

The Management Company will regularly consider and monitor factors which may impact the loan of the Fund, including interest rate trends to assess risk exposure and manage the Fund properly. The Fund may consider using financial instruments to hedge against risks associated with the loan or interest rate volatility risks, including negotiating with the lender to extend repayments, relax terms and conditions that restrict the Fund operations, etc. The Fund will always comply with relevant rules and regulations, including upholding the best interests of the Unitholders.



Regarding the Minimum Loan Rate (“MLR”) of the lender, the MLR of the lender as at the date of gathering information for preparing the annual report for the year 2023 (22 February 2024) was at 7.10% per annum. In this regard, the decrease/increase in MLR of the lender results in the less/more payment of the interest and subsequently leads to more/less capacity of the Fund to pay dividend. This shall have an effect on the second year of the loan onwards (since the fixed interest rate is applied to the first year of the loan).

#### Supervision of the Asset Manager’s Operation

In addition to the evaluation of the project income and project expenses regularly on the monthly basis, the Management Company will visit all powers plant projects with the Fund Supervisor at least once a year. The Management Company also requests the Fund advisor to visit all power plant projects regularly once a year and submit the annual report summarizing the key issues of the power plants which would be detected by the fund advisor and the recommendations to the Management Company. The Management Company will summarize the results in the annual report of such advisor to 17AYH, HPM and SUPER for their acknowledgment in order to consider improving the operation of the power plant in the next years to be more efficient.

#### The Opinion of the Management Company

The Management Company deemed it appropriate to report the Unitholders to acknowledge the significant management of the Fund and the management guideline of the Fund in the future.

#### The Opinion of the Fund Supervisor

The Fund Supervisor deemed it appropriate to report the Unitholders to acknowledge the significant management of the Fund and the management guideline of the Fund in the future.

#### Resolution

This agenda is for acknowledgment; therefore, voting is not required.



Agenda 2: To acknowledge the financial position and the operating performance of the Fund for the year 2023

Fact and rationale

The Management Company summarized the performance of the Fund from 1 January 2023 to 31 December 2023 as shown in the 2023 annual report of the Fund (**Attachment 1**). The material details are as follows:

(unit : THB million)

Income from Investment in the Net Revenue Transfer Agreement	FY 2023	FY 2022	%YoY
<b>Total project income</b>	<b>1,025.9</b>	<b>1,025.6</b>	<b>0.0%</b>
Income from sale of electricity	1,026.6	1,025.6	0.1%
<u>Less:</u> Withholding tax*	(0.7)	-	N/A
Income from asset disposal	-	0.0	(100.0)%
<b>Total project expenses</b>	<b>223.4</b>	<b>226.9</b>	<b>(1.5)%</b>
Land rental fees	6.1	6.1	0.0%
Expenses under operation and maintenance service agreement	60.4	56.2	7.5%
Expenses under spare part procurement agreement	11.4	11.5	0.0%
Expenses under inverter warranty agreement	10.3	10.3	0.0%
Expenses under management service agreement	6.7	6.5	2.5%
Expenses under civil work service agreement	10.3	9.8	5.6%
Compensation for the use of right of electricity sale	9.3	8.9	4.1%
Contributions to the Power Development Fund	1.7	1.7	(0.1)%
Insurance premiums	8.7	6.5	34.0%
VAT from electricity income	67.2	67.1	0.1%
Repair and maintenance expenses	9.3	20.8	(55.3)%
Lump sum expenses	22.0	21.5	2.5%
<b>Income from Investment in the Net Revenue Transfer Agreement</b>	<b>802.5</b>	<b>798.7</b>	<b>0.5%</b>

\* In this year, there were 5 power plants which rights to receive corporate income tax exemption from the Board of Investment expired. The Provincial Electricity Authority and the Metropolitan Electricity Authority (as the case may be) will deduct and remit withholding taxes at the rate of 1% of income from sale of electricity of the said projects (excluding VAT) to the Revenue Department. In the case that there is a net profit in that fiscal year, the Revenue Transferor can use such withholding tax as a reduction for its corporate income tax in that fiscal year, but if there is a net loss, the Revenue Transferor will request a tax refund. However, the deadline for receiving a tax refund withheld depends on the consideration of the Revenue Department. In addition, the rights to receive corporate income tax exemption from the Board of Investment of the remaining power plant projects will gradually expire during 2024.



## BBL ASSET MANAGEMENT CO.,LTD.

บริษัทหลักทรัพย์จัดการกองทุนรวม บัวหลวง จำกัด

The Management Company prepared the financial statement for the year 2023 from 1 January 2023 to 31 December 2023 which was audited and certified by the auditor as shown in the 2023 annual report of the Fund (Attachment 1). The material details are as follows:

(unit : THB million)

Statement	FY 2023	FY 2022
<b>Statement of Financial Position (as at 31 December)</b>		
Investment in the Net Revenue Transfer Agreement at fair value (at cost : THB 7,928.0 million)	6,738.0	7,106.0
Investment in securities and bank deposit (including restricted bank deposit 2023: THB 91.3 million and 2022: THB 86.2 million)	231.6	136.5
Accounts receivable from the Net Revenue Transfer Agreement	124.2	116.1
Deferred expenses	15.6	41.7
Other assets	0.1	0.1
<b>Total Assets</b>	<b>7,109.5</b>	<b>7,400.4</b>
Accrued expense	5.3	7.2
Long-term loans from financial institutions	2,021.9	2,268.5
<b>Total Liabilities</b>	<b>2,027.2</b>	<b>2,275.7</b>
<b>Net Asset Value</b>	<b>5,082.2</b>	<b>5,124.7</b>
<b>Net Asset Value per Unit (THB)</b>	<b>9.8684</b>	<b>9.9509</b>
<b>Statement of Comprehensive Income</b>		
Total income	818.8	799.5
Total expenses	186.3	168.1
Net investment income	632.4	631.4
Total net gain (loss) on investments	(368.0)	(558.0)
Changes in net assets from operations	264.4	73.4
<b>Cash Flow Statement</b>		
Net cash flows from (used in) operating activities	623.9	754.2
Net cash flows from (used in) financing activities	(668.4)	(749.3)
Net increase (decrease) in cash at banks	(44.5)	4.9
Cash at banks at the beginning of year	50.3	45.4
Cash at banks at the end of year	5.8	50.3





The Opinion of the Management Company

The Management Company deemed it appropriate to report the Unitholders to acknowledge the financial position and the operating performance of the Fund for the year 2023.

The Opinion of the Fund Supervisor

The Fund Supervisor deemed it appropriate to report the Unitholders to acknowledge the financial position and the operating performance of the Fund for the year 2023.

Resolution

This agenda is for acknowledgment; therefore, voting is not required.

**Agenda 3: To acknowledge the payment of dividend and capital reduction for the year 2023**

Fact and rationale

The Fund has the policy to pay dividends to the Unitholders not less than twice a year (except for the first calendar year and the last calendar year of the investment of the Fund) and has the Registered Capital Reduction Payment Policy in the following cases:

- (1) The reduction of registered capital of the Fund according to the plan clearly defined in advance in the Fund Scheme.
- (2) There is excess liquidity after sales of infrastructure assets and payment of dividend to the unitholders, provided that no retained earnings remain.
- (3) The Fund incurs non-cash expenses and such expenses need not be included for the calculation of the adjusted net profit of the Fund.
- (4) Other cases as resolved by the unitholders to reduce the registered capital of the fund.

For the period from 1 January 2023 to 31 December 2023, the Fund paid the dividend at the total of 4 times and paid the capital reduction at the total of 1 time, detailed as follows:

Performance Period	Dividend (THB / Unit)	Capital Reduction (THB / Unit)	Total Distribution (THB / Unit)	Payment Date
1 January 2023 – 31 March 2023	0.23760	-	0.23760	12 June 2023
1 April 2023 – 30 June 2023	0.15798	}	0.15798	7 September 2023
1 July 2023 – 30 September 2023	0.02950		0.02950	8 December 2023
1 October 2023 – 31 December 2023	0.08841		0.281	0.36941
<b>Total</b>	<b>0.51349</b>	<b>0.281</b>	<b>0.79449</b>	

For the performance period above, the Fund had a dividend payout ratio equal to 2,158.07% of the adjusted net profit.



The Opinion of the Management Company

The Management Company deemed it appropriate to report the Unitholders to acknowledge the payment of dividend and capital reduction to the Unitholders for the year 2023.

The Opinion of the Fund Supervisor

The Fund Supervisor deemed it appropriate to report the Unitholders to acknowledge the payment of dividend and capital reduction to the Unitholders for the year 2023.

Resolution

This agenda is for acknowledgment; therefore, voting is not required.

**Agenda 4: To acknowledge the appointment of the auditor and the audit fee for the year 2024**

Fact and rationale

The Management Company considered appointing EY Office Co., Ltd. to be the auditor of the Fund for the year 2024 and determined the audit fee for the year 2024, detailed as follows:

**4.1 The Appointment of the Auditor**

The Management Company deemed it appropriate to report the Unitholders of the Fund to acknowledge the appointment of EY Office Co., Ltd. as the auditor of the Fund for the year 2024. The Management Company considered the qualification and capability of the auditors based on the qualification, quality, competence, and the independence of the auditor who does not have any interest or conflict of interest in performing a duty as an auditor of the Fund. The names of the auditors are as follows:

For the year 2024		For the year 2023	
Names of the auditors	CPA Registration Number	Names of the auditors	CPA Registration Number
1. Miss Suchada Tantioran	7138	1. Miss Suchada Tantioran	7138
2. Miss Pimjai Manitkajornkit	4521	2. Miss Pimjai Manitkajornkit	4521
3. Miss Rosaporn Decharkom	5659	3. Miss Rosaporn Decharkom	5659

Remarks: The auditor No. 1 is the key audit partner who conducted an audit for the Fund for 5 fiscal years (in 2019 - 2023). Therefore, if the aforementioned auditor has conducted an audit for the Fund for 7 fiscal years whether it will be in a consecutive manner or not, such auditor must cease to perform a duty as an auditor for the Fund at least 5 consecutive fiscal years.

In the case that aforementioned persons are unable to perform their duties, EY Office Co., Ltd. shall appoint any of its auditors who have appropriate qualifications for providing audit services to the Fund instead.



#### 4.2 The Determination of the Audit Fee

The Management Company deemed it appropriate to report the Unitholders of the Fund to acknowledge the determination of the audit fee for the year 2024, detailed as follows:

(unit : THB)

Audit Fee	FY 2024	FY 2023	% YOY
Annual audit fee	555,000	555,000	-
Quarterly audit fee	155,000	155,000	-
Other expenses will be charged at actual cost e.g. photocopy fee, travelling fee (including VAT)	N/A	7,150	N/A
Non-Audit Fee	FY 2024	FY 2023	% YOY
Non-Audit Fee	N/A	-	N/A

#### The Opinion of the Management Company

The Management Company deemed it appropriate to report the Unitholders of the Fund to acknowledge the appointment of the auditors from EY Office Co., Ltd. to be the certified auditor of the Fund and the determination of the audit fee for the year 2024 as mentioned above. The Management Company considered that the said auditors are certified auditors in accordance with the regulations imposed by the Office of the SEC. The auditors have conducted their duty professionally and do not have any relationship or interest with the Fund.

#### The Opinion of the Fund Supervisor

The Fund Supervisor considered that the auditors from EY Office Co., Ltd. as proposed by the Management Company are certified auditors in accordance with the regulations imposed by the Office of the SEC. The auditors have conducted their duty professionally and do not have any relationship or interest with the Fund.

#### Resolution

This agenda is for acknowledgment; therefore, voting is not required.

Agenda 5:      Others (if any)



**BBL ASSET MANAGEMENT CO.,LTD.**  
บริษัทหลักทรัพย์จัดการกองทุนรวม บัวหลวง จำกัด

The Management Company would like to inform that the quorum of the Unitholders' meeting shall consist of no less than 25 Unitholders or half of the total number of Unitholders, and the total number of units held by the Unitholders who attend the meeting shall not be less than one-third of the total number of units sold of the Fund.

In this regard, the Management Company would like to invite the Unitholders to attend the 2024 Annual General Meeting of Unitholders of Super Energy Power Plant Infrastructure Fund on 23 April 2024 at 14:00 hrs. (starting registration at 13.00 hrs.), at Surasak Ballroom, 11<sup>th</sup> Floor, Eastin Grand Hotel Sathorn Bangkok, 33/1 South Sathorn Road, Yannawa, Sathorn, Bangkok 10120.

The Unitholders who cannot attend the Meeting and wish to appoint the fund manager as a proxy to attend and cast the vote at the Meeting on their behalf, please complete and duly execute in any of the proxy forms attached with this invitation letter, as appeared in **Attachment 4** (with stamp duty of Baht 20 affixed). The Unitholders are kindly requested to submit the completed proxy beforehand to the Management Company's address as follow:

BBL Asset Management Company Limited  
Real Estate & Infrastructure Investment (Mr. Khematat Saradatta)  
175 Sathorn City Tower, 7<sup>th</sup>, 21<sup>st</sup> and 26<sup>th</sup> Floor, South Sathorn Road,  
Thungmahamek Sub-District, Sathorn District, Bangkok 10120

within 22 April 2024 at 17.00 hrs., or present to the Management Company or the person assigned by the Management Company at the meeting venue before the commencement of the Meeting.

The Unitholders and the proxy, who will attend the Meeting, shall present the identity documents to attend the Meeting following to the details specified in **Attachment 2** and complete the Registration Form as appeared in **Attachment 3**, which was delivered to all Unitholders with this invitation letter, and submit such documents to the Management Company or the person assigned by the Management Company before attending the Meeting.

In order to protect your rights, please study the procedure for registration, attendance of the Meeting and granting of proxy, appeared in **Attachment 2**, which was delivered to all Unitholders with this invitation letter. Should you have any questions regarding proxy granting, please contact BBL Asset Management Company Limited by email at [supereif\\_agm@bblam.co.th](mailto:supereif_agm@bblam.co.th) or call 02-674-6460 during business hours.

Best regards,

(Mr.Pornchalit Ploykrachang)

Managing Director

Real Estate & Infrastructure Investment



The 2023 annual report of Super Energy Power Plant Infrastructure Fund  
in QR code format (or download at [www.supereif.com](http://www.supereif.com))





Procedures for Registration, Attendance of the Meeting and Granting of Proxy

For the 2024 Annual General Meeting of Unitholders of Super Energy Power Plant Infrastructure Fund

23 April 2024, at 14.00 hrs.

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1. Registration

- Unitholders or proxies can register and submit documents for examination and confirmation of their participation at the Meeting venue from 13.00 hrs. on 23 April 2024. For the convenience in registration, please bring the registration form to the registration staff on the Meeting date.

2. Participation in Person

(1) For natural persons

- Present an original identification card or a government official identification card, or a passport, which is still valid, of the Unitholders.

(2) For juristic persons

- The juristic person who is registered in Thailand shall submit a copy of the affidavit (issued no later than 6 months prior to the date of the Unitholders' meeting), certified true copy by authorized signatories together with company seal affixed (if any).
- The juristic person who is registered in a foreign country shall submit a copy of the affidavit as a juristic person (issued no later than 1 year prior to the date of the Unitholders' meeting), issued by a government authority of the country in which the juristic person is registered. In case those documents are not expressed in English language, a foreign juristic person shall prepare and attach English translation of such documents, together with certifying true and correct translation by authorized person(s) of a juristic person.
- The authorized persons of a juristic person as provided in the affidavit shall present an original identification card or a government official identification card, or a passport (for foreign authorized person(s)), which is still valid, for registration.

3. Granting of Proxy

- The Unitholders who would like to appoint other persons to be their proxy to participate and cast vote on his/her behalf in the Meeting, shall use the Proxy Form A (for general Unitholders), or Proxy Form B (for investors, whose names are shown in the Unitholders' register book as foreign investors, having appointed custodians in Thailand to supervise their investment units), as attached. The Management Company will deem the casting votes of the Unitholders' proxy as the casting vote of total units of such Unitholders, or as the casting vote of total voting rights of such Unitholders, as the case may be.

- For convenience, please send the Proxy Form and document or evidence to the Management Company at least 1 business day in advance, by completely filling in the information and signing. Should there be any significant correction or deletion, Unitholders shall sign his/her name at every corrected/deleted spot. The Proxy Form shall be attached with THB 20 of stamp duty.

#### 4. Required Documents for Granting of Proxy

- (1) In case the Unitholders are natural persons, the proxy holders shall submit the following documents:
  - The Proxy Form signed by the grantor;
  - A copy of an identification card or a government official identification card, or a passport (in case of foreign grantors), which is still valid, of the grantors, together with certifying true and correct copy by the grantors; and
  - A copy of an identification card or a government official identification card, or a passport (in case of foreign grantors), which is still valid, of the proxy holder, together with certifying true and correct copy by the proxy holders.
- (2) In case the Unitholders are juristic persons, the proxy holder shall submit the following documents:
  - The Proxy Form duly signed by authorized person(s) of a juristic person according to the affidavit, together with company seal affixed (if any);
  - A copy of an identification card or a government official identification card, or a passport (in case of foreigner authorized person), which is still valid, of the person, who being authorized to sign binding upon the juristic person and signed the Proxy Form, together with certifying true and correct copy by such authorized person(s);
  - In case that grantors are juristic persons who are registered in Thailand, the proxy holders shall submit a copy of the affidavit (issued no later than 6 months prior to the date of the Unitholders' meeting), which is duly certified true and correct by the person being authorized to sign binding upon the juristic person, together with the juristic person's seal affixed (if any) or the original affidavit of the juristic person issued no later than 6 months prior to the date of the Unitholders' meeting;
  - In case that grantors are juristic persons who are registered in a foreign country, the proxy holders shall submit the affidavit as a juristic person issued by a government authority of the country where the juristic person is registered or copies of any other documents having the same legal effect, which is duly certified by the person being authorized to sign binding upon the juristic person with the corporate seal affixed (if any);

- A foreign juristic person whose necessary documents are not expressed in English language shall prepare and attach English translation of such documents, together with certifying true and correct translation by the person being authorized to sign binding upon the juristic person; and
- A copy of an identification card or a government official identification card, or a passport (in case of foreign proxy holders), which is still valid, of the proxy, together with certifying true and correct copy by the proxy.





สิ่งที่ส่งมาด้วย 4 แบบ ก.  
Attachment 4 Form A.

หนังสือมอบฉันทะ  
PROXY

เขียนที่.....  
Written at  
วันที่.....เดือน.....พ.ศ.....  
Date Month Year

(1) ข้าพเจ้า..... สัญชาติ.....  
I/We Nationality

อยู่บ้านเลขที่..... ถนน..... ตำบล/แขวง.....  
Reside at Road Tambol/Khwaeng  
อำเภอ/เขต..... จังหวัด..... รหัสไปรษณีย์.....  
Amphur/Khet Province Postal Code

เบอร์โทรศัพท์ที่สามารถติดต่อได้.....  
Contact Telephone Number

(2) เป็นผู้ถือหน่วยลงทุนของกองทุนรวมโครงสร้างพื้นฐานโรงไฟฟ้า ชูเปเปอร์ เอนเนอร์ยี (SUPEREIF) โดยถือหน่วยลงทุน  
being a unitholder of SUPER Energy Power Plant Infrastructure Fund (SUPEREIF) holding  
จำนวนทั้งสิ้นรวม.....หน่วย และ ออกเสียงลงคะแนนได้เท่ากับ.....เสียง  
the total amount of .....units, and having the right to vote equal to .....votes

(3) ขอมอบฉันทะให้  
Hereby appoint

..... อายุ.....ปี อยู่บ้านเลขที่.....  
Age years, Reside at

ถนน..... ตำบล/แขวง..... อำเภอ/เขต.....  
Road Tambol/Khwaeng Amphur/Khet

จังหวัด..... รหัสไปรษณีย์.....  
Province Postal Code

หรือ ผู้จัดการกองทุน  
or the fund manager, namely

นางสาวศิริเพ็ญ หวังดำรงเวช..... อายุ 53 ปี อยู่บ้านเลขที่ 175 อาคารสารคดีตึกทาวเวอร์ ชั้น 7 ชั้น 21 และชั้น 26  
Miss Siriphen Wangdumrongves Age 53 years, Reside at 175 Sathorn City Tower, 7<sup>th</sup>, 21<sup>st</sup> and 26<sup>th</sup> Floor,  
ถนน..... สาทรใต้..... ตำบล/แขวง..... หมู่สามเหลี่ยม..... อำเภอ/เขต..... สาทร.....  
Road South Sathorn Tambol/Khwaeng Thungmahamek Amphur/Khet Sathorn

จังหวัด..... กรุงเทพมหานคร..... รหัสไปรษณีย์..... 10120  
Province Bangkok Postal Code 10120

คนหนึ่งคนใดเพียงคนเดียวเป็นผู้แทนของข้าพเจ้าเพื่อเข้าประชุมและออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมสามัญผู้ถือหุ้นประจำปี 2567 ในวันที่  
23 เมษายน 2567 เวลา 14.00 น. ณ ห้องสุรศักดิ์ บอลรูม ชั้น 11 โรงแรม อีสติน แกรนด์ สาทร กรุงเทพฯ เลขที่ 33/1 ถนนสาทรใต้ ยานนาวา สาทร กรุงเทพฯ 10120  
หรือที่จะพึงเลื่อนไปในวัน เวลา และสถานที่อื่นด้วย

Any one of them to be my/our proxy to attend and vote on my/our behalf at the 2024 annual general meeting of unitholders on 23 April 2024  
at 14.00 hrs. at Surasak Ballroom, 11<sup>th</sup> Floor, Eastin Grand Hotel Sathorn Bangkok, 33/1 South Sathorn Road, Yannawa, Sathorn, Bangkok 10120  
or any adjournment at any date, time and place thereof.



(4) ข้าพเจ้าขอมอบฉันทะให้ผู้รับมอบฉันทะออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมครั้งนี้ ดังนี้  
I/We hereby authorize the proxy to vote on my/our behalf at this meeting as follows:

- (1) **วาระที่ 1** รับทราบการจัดการกองทุนฯ ในเรื่องที่สำคัญ และแนวทางการจัดการกองทุนฯ ในอนาคต  
**Agenda No. 1** To acknowledge the significant management of the Fund and the management guideline in the future
- (2) **วาระที่ 2** รับทราบฐานะการเงินและผลการดำเนินงานของกองทุนฯ ประจำปี 2566  
**Agenda No. 2** To acknowledge the financial position and the operating performance of the Fund for the year 2023
- (3) **วาระที่ 3** รับทราบการจ่ายเงินปันผลและเงินลดทุนประจำปี 2566  
**Agenda No. 3** To acknowledge the payment of dividend and capital reduction for the year 2023
- (4) **วาระที่ 4** รับทราบการแต่งตั้งผู้สอบบัญชี และค่าใช้จ่ายในการสอบบัญชีประจำปี 2567  
**Agenda No. 4** To acknowledge the appointment of the auditor and the audit fee for the year 2024
- (5) **วาระที่ 5** วาระอื่น ๆ (หากมี)  
**Agenda No. 5** Others (if any)

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร  
(a) To grant my/our proxy to consider and vote on my/our behalf as he/she may deem appropriate in all respects.
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้  
(b) To grant my/our proxy to vote as per my/our intention as follows:
  - เห็นด้วย                       ไม่เห็นด้วย                       งดออกเสียง
  - Approve    Disapprove    Abstain

(5) การลงคะแนนเสียงของผู้รับมอบฉันทะในวาระใดที่ไม่เป็นไปตามที่ระบุไว้ในหนังสือมอบฉันทะนี้ให้ถือว่าลงคะแนนเสียงนั้นไม่ถูกต้อง และไม่เข้าเป็นการลงคะแนนเสียงของข้าพเจ้าในฐานะผู้ถือหุ้นหน่วยลงทุน

Voting of the proxy in any agenda that is not as specified in this Proxy Form shall be considered as invalid and not my/our votes as a unitholder.

(6) ในกรณีที่ข้าพเจ้าไม่ได้ระบุความประสงค์ในการออกเสียงลงคะแนนในวาระใดไว้หรือระบุไว้ไม่ชัดเจน หรือในกรณีที่ประชุมมีการพิจารณาหรือลงมติในเรื่องใดนอกเหนือจากเรื่องที่ระบุไว้ข้างต้น รวมถึงกรณีที่มีการแก้ไขเปลี่ยนแปลงหรือเพิ่มเติมข้อเท็จจริงประการใด ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

In case I/we have not specified my/our voting intention in any agenda or not clearly specified or in case the meeting considers or passes resolutions in any matters other than those specified above, including in case there is any amendment or addition of any fact, the proxy shall have the right to consider and vote on my/our behalf as he/she may deem appropriate in all respects.

กิจการใดที่ผู้รับมอบฉันทะได้กระทำไปในการประชุม เว้นแต่กรณีที่ผู้รับมอบฉันทะไม่ออกเสียงตามที่ข้าพเจ้าระบุในหนังสือมอบฉันทะ ให้ถือเสมือนว่าข้าพเจ้าได้กระทำเองทุกประการ

Any business carried out by the proxy at the said meeting, except in case that the proxy does not vote according to my/our intention(s) specified 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  
(.....)

สิ่งที่ส่งมาด้วย 4 แบบ ก, หน้า 2 ของจำนวน 3 หน้า / Attachment 4 Form A, Page 2 of 3



หมายเหตุ

1. ผู้ถือหน่วยลงทุนที่มอบฉันทะจะต้องมอบฉันทะให้ผู้รับมอบฉันทะเพียงรายเดียวเป็นผู้เข้าประชุมและออกเสียงลงคะแนน ไม่สามารถแบ่งแยกจำนวนหน่วยลงทุนให้ผู้รับมอบฉันทะหลายคนเพื่อแยกการลงคะแนนเสียงได้  
The unitholder appointing the proxy must authorize only one proxy to attend and vote at the meeting and may not split the number of investment units to several proxies for splitting votes.
2. กรุณาติดอากรแสตมป์ 20 บาท  
Please affix stamp duty of Baht 20.
3. กรุณาแนบสำเนาบัตรประชาชน (กรณีบุคคลธรรมดา) หรือ สำเนาหนังสือรับรองบริษัท พร้อมทั้งสำเนาบัตรประชาชน และทะเบียนบ้าน หรือ หนังสือเดินทางของกรรมการผู้มีอำนาจลงนาม (กรณีนิติบุคคล) โดยรับรองสำเนาถูกต้องหรือเอกสารต่าง ๆ ที่เกี่ยวข้อง เช่น เอกสารการแจ้งเปลี่ยนชื่อหรือนามสกุล เป็นต้น  
Please attach a copy of the certified true copy of ID card (for an individual) or certified true copy of the affidavit of a company together with a certified true copy of ID card and house register book or passport of an authorized director (for a juristic person) or any other related documents such as the change of name or surname.





For foreign unitholders who have custodians in Thailand only

สิ่งที่ส่งมาด้วย 4 แบบ ข.  
Attachment 4 Form B.

หนังสือมอบฉันทะ  
PROXY

เขียนที่.....  
Written at

วันที่.....เดือน.....พ.ศ.....  
Date Month Year

(1) ข้าพเจ้า..... สัญชาติ.....  
I/We Nationality

อยู่บ้านเลขที่..... ถนน..... ตำบล/แขวง.....  
Reside at Road Tambol/Khwaeng

อำเภอ/เขต..... จังหวัด..... รหัสไปรษณีย์.....  
Amphur/Khet Province Postal Code

เบอร์โทรศัพท์ที่สามารถติดต่อได้.....  
Contact Telephone Number

ในฐานะผู้ประกอบธุรกิจเป็นผู้รับฝากและดูแลหุ้น (Custodian) ให้กับ.....  
as a Custodian for

ซึ่งเป็นผู้ถือหน่วยลงทุนของกองทุนรวมโครงสร้างพื้นฐานโรงไฟฟ้า ซุปเปอร์ เอนเนอจี (SUPEREIF)  
being a unitholder of SUPER Energy Power Plant Infrastructure Fund (SUPEREIF)

โดยถือหน่วยลงทุนจำนวนทั้งสิ้นรวม..... หน่วย และออกเสียงลงคะแนนได้เท่ากับ..... เสียง  
holding the total amount of..... units and having the right to vote equal to..... votes

(2) ขอมอบฉันทะให้  
Hereby appoint

..... อายุ..... ปี อยู่บ้านเลขที่.....  
Age years, Reside at

ถนน..... ตำบล/แขวง..... อำเภอ/เขต.....  
Road Tambol/Khwaeng Amphur/Khet

จังหวัด..... รหัสไปรษณีย์.....  
Province Postal Code

หรือ ผู้จัดการกองทุน  
or the fund manager, namely

นางสาวศิริเพ็ญ หวังดำรงวงศ์..... อายุ 53 ปี อยู่บ้านเลขที่ 175 อาคารสารคดีพัฒนาพลี ชั้น 7, 21 และ 26.....  
Miss Siriphen Wangdumrongves Age 53 years, Reside at 175 Sathorn City Tower, 7<sup>th</sup>, 21<sup>st</sup> and 26<sup>th</sup> Floor,

ถนน..... สาทรใต้..... ตำบล/แขวง..... พุ้มมหาเมฆ..... อำเภอ/เขต..... สาทร.....  
Road South Sathorn Tambol/Khwaeng Thungmahamek Amphur/Khet Sathorn

จังหวัด..... กรุงเทพมหานคร..... รหัสไปรษณีย์..... 10120.....  
Province Bangkok Postal Code 10120

คนหนึ่งคนใดเพียงคนเดียวเป็นผู้แทนของข้าพเจ้าเพื่อเข้าประชุมและออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมสามัญผู้ถือหุ้นประจำปี 2567 ในวันที่ 23 เมษายน 2567 เวลา 14.00 น. ณ ห้องสุรศักดิ์ บอลรูม ชั้น 11 โรงแรม อีสติน แกรนด์ สาทร กรุงเทพฯ เลขที่ 33/1 ถนนสาทรใต้ ย่านนาวา สาทร กรุงเทพฯ 10120 หรือที่จะพึงเลื่อนไปในวัน เวลา และสถานที่อื่นด้วย

Any one of them to be my/our proxy to attend and vote on my/our behalf at the 2024 annual general meeting of unitholders on 23 April 2024 at 14.00 hrs. at Surasak Ballroom, 11<sup>th</sup> Floor, Eastin Grand Hotel Sathorn Bangkok, 33/1 South Sathorn Road, Yannawa, Sathorn, Bangkok 10120 or any adjournment at any date, time and place thereof.



(3) ข้าพเจ้าขอมอบฉันทะให้ผู้รับมอบฉันทะออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมครั้งนี้ ดังนี้  
I/We hereby authorize the proxy to vote on my/our behalf at this meeting as follows:

- |   |  |
|---|--|
| (1) <u>วาระที่ 1</u><br><b>Agenda No. 1</b> | รับทราบการจัดการกองทุนฯ ในเรื่องที่สำคัญ และแนวทางการจัดการกองทุนฯ ในอนาคต<br>To acknowledge the significant management of the Fund and the management guideline in the future |
| (2) <u>วาระที่ 2</u><br><b>Agenda No. 2</b> | รับทราบฐานะการเงินและผลการดำเนินงานของกองทุนฯ ประจำปี 2566<br>To acknowledge the financial position and the operating performance of the Fund for the year 2023                |
| (3) <u>วาระที่ 3</u><br><b>Agenda No. 3</b> | รับทราบการจ่ายเงินปันผลและเงินคืนทุนประจำปี 2566<br>To acknowledge the payment of dividend and capital return for the year 2023  |
| (4) <u>วาระที่ 4</u><br><b>Agenda No. 4</b> | รับทราบการแต่งตั้งผู้สอบบัญชี และค่าใช้จ่ายในการสอบบัญชีประจำปี 2567<br>To acknowledge the appointment of the auditor and the audit fee for the year 2024                      |
| (5) <u>วาระที่ 5</u><br><b>Agenda No. 5</b> | วาระอื่น ๆ (หากมี)<br>Others (if any)  |

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้า ได้ทุกประการตามที่เห็นสมควร  
(a) To grant my/our proxy to consider and vote on my/our behalf as he/she may deem appropriate in all respects.
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้  
(b) To grant my/our proxy to vote as per my/our intention as follows:
- |                                   |                                      |                                     |
|-----------------------------------|--------------------------------------|-------------------------------------|
| <input type="checkbox"/> เห็นด้วย | <input type="checkbox"/> ไม่เห็นด้วย | <input type="checkbox"/> งดออกเสียง |
| Approve                           | Disapprove                           | Abstain                             |

(4) การลงคะแนนเสียงของผู้รับมอบฉันทะในวาระใดที่ไม่เป็นไปตามที่ระบุไว้ในหนังสือมอบฉันทะนี้ให้ถือว่าการลงคะแนนเสียงนั้นไม่ถูกต้องและไม่ใช้เป็นการลงคะแนนเสียงของข้าพเจ้าในฐานะผู้ถือหุ้นหน่วยลงทุน

Voting of the proxy in any agenda that is not as specified in this Proxy Form shall be considered as invalid and not my/our votes as a unitholder.

(5) ในกรณีที่ข้าพเจ้าไม่ได้ระบุความประสงค์ในการออกเสียงลงคะแนนในวาระใดไว้หรือระบุไว้ไม่ชัดเจน หรือในกรณีที่ประชุมมีการพิจารณาหรือลงมติในเรื่องใดนอกเหนือจากเรื่องที่ระบุไว้ข้างต้น รวมถึงกรณีที่มีการแก้ไขเปลี่ยนแปลงหรือเพิ่มเติมข้อเท็จจริงประการใด ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

In case I/we have not specified my/our voting intention in any agenda or not clearly specified or in case the meeting considers or passes resolutions in any matters other than those specified above, including in case there is any amendment or addition of any fact, the proxy shall have the right to consider and vote on my/our behalf as he/she may deem appropriate in all respects.

กิจการใดที่ผู้รับมอบฉันทะได้กระทำไปในการประชุม เว้นแต่กรณีที่ผู้รับมอบฉันทะไม่ออกเสียงตามที่ข้าพเจ้าระบุในหนังสือมอบฉันทะ ให้ถือเสมือนว่าข้าพเจ้าได้กระทำการทุกประการ

Any business carried out by the proxy at the said meeting, except in case that the proxy does not vote according to my/our intention(s) specified 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  
(.....)



หมายเหตุ

1. หนังสือมอบฉันทะแบบ ข. นี้ ใช้เฉพาะกรณีที่มีผู้ถือหน่วยลงทุนที่ปรากฏชื่อในทะเบียนเป็นผู้ลงทุนต่างประเทศและแต่งตั้งให้คัสโตเดียน (Custodian) ในประเทศไทยเป็นผู้รับฝากและดูแลหน่วยลงทุนให้เท่านั้น  
Only foreign unitholders whose name appears in the registration book who have a Custodian in Thailand can use the Proxy Form B.
2. หลักฐานที่ต้องแนบพร้อมกับหนังสือมอบฉันทะ คือ  
Evidence to be attached with this Proxy Form are:
  - (1) หนังสือมอบอำนาจจากผู้ถือหน่วยลงทุนให้คัสโตเดียน (Custodian) เป็นผู้ดำเนินการลงนามในหนังสือมอบฉันทะแทน  
Power of Attorney from the unitholders authorizing a Custodian to sign the Proxy Form on his/her behalf.
  - (2) หนังสือยืนยันว่าผู้ลงนามในหนังสือมอบฉันทะแทนได้รับอนุญาตประกอบธุรกิจคัสโตเดียน (Custodian)  
Letter of certification to certify that a person executing in the Proxy Form has obtained a permit to act as a Custodian.
3. ผู้ถือหน่วยลงทุนที่มอบฉันทะจะต้องมอบฉันทะให้ผู้รับมอบฉันทะเพียงรายเดียวเป็นผู้เข้าประชุมและออกเสียงลงคะแนน ไม่สามารถแบ่งแยกจำนวนหน่วยลงทุนให้ผู้รับมอบฉันทะหลายคน เพื่อแยกการลงคะแนนเสียงได้  
The unitholder appointing the proxy must authorize only one proxy to attend and vote at the meeting and may not split the number of investment units to several proxies for splitting votes.
4. กรณาคิดอากรแสตมป์ 20 บาท  
Please affix stamp duty of Baht 20.



Information of the fund manager as a proxy to attend the AGM

Name-Surname	Miss Siriphen Wangdumrongves
Position	Assistant Managing Director Real Estate & Infrastructure Investment BBL Asset Management Company Limited
Age	53 years
Nationality	Thai
Address	175 Sathorn City Tower, 7 <sup>th</sup> , 21 <sup>st</sup> and 26 <sup>th</sup> Floor, South Sathorn Road, Thungmahamek Sub-district, Sathorn District, Bangkok 10120
Educational Background	- Master of Business Administration California State University, Los Angeles - Bachelor of Accounting Thammasat University
Certificate	CFA Level 3
Work Experiences	2019-Present Assistant Managing Director, Real Estate & Infrastructure Investment BBL Asset Management Co., Ltd. 2012-2018 Senior Vice President, Real Estate & Infrastructure Investment BBL Asset Management Co., Ltd. 2003-2012 Senior Vice President, Property Fund Department ING Funds (Thailand) Co., Ltd. 1998-2003 Vice President, Fund Management Department BBL Asset Management Co., Ltd.
Special Interests related to the Meeting Agendas	None





Map of the Meeting Venue



**PLEASE PRINT OUT AND HAND TO TAXI**

**FOR TAXI**

**The Eastin Grand Hotel Sathorn Bangkok**  
33/1 South Sathorn Road, Yannawa, Sathorn, Bangkok 10120  
Tel: +66 (2) 210 8100

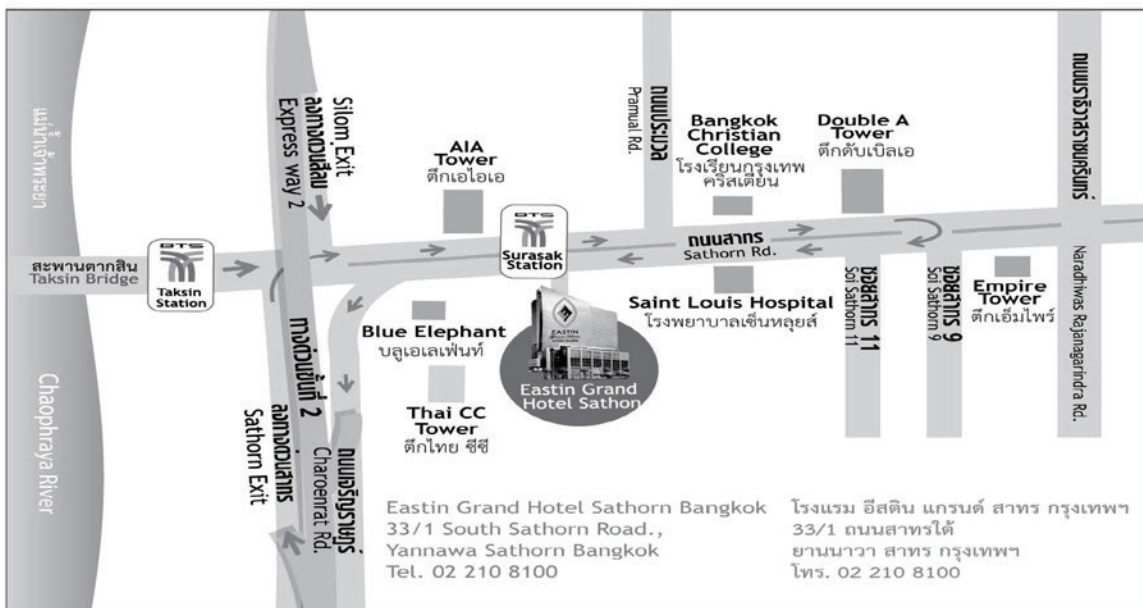
The hotel is well located in the Sathorn business area and conveniently located next to the expressway leading to Suvarnabhumi Airport, only a 45 minute drive away from the hotel. Access to the city centre by the BTS Sky Train (Surasak Station) which connects to the hotel.

**GETTING HERE**

Approximately 45 minutes by car from both Airports.

**From Suvarnabhumi Airport** - Enter the expressway in Dao Kanong direction. Take Sathorn exit, go straight on and turn right on to Sathorn Road and keep right, make a u-turn before traffic lights and keep left. The hotel is located on the left hand side of the road.

**From Don Muang Airport** - Enter the toll way then expressway in Dao Kanoang - Rama9 direction. Take Dao Kanong direction use Silom exit, go straight on and turn left on to Sathorn Road and keep right, make a u-turn before traffic lights and keep left. The hotel is located on the left hand side of the road.



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