



- English Translation -

**MINUTES OF THE 2024 ANNUAL GENERAL MEETING OF SHAREHOLDERS
OF
SIAMEAST SOLUTIONS PUBLIC COMPANY LIMITED**

Date Time and Venue of the Meeting

SiamEast Solutions Public Company Limited (the “**Company**”) held the 2024 Annual General Meeting of Shareholders (the “**Meeting**”) on 29 April 2024 at 9.30 a.m. at the Conference Hall, 2nd floor, Room MR 211, Bangkok International Trade and Exhibition Centre, Bangna-Trad Road, Bang Na Tai Sub-district, Bang Na District, Bangkok.

Directors in Attendance:

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|---------------------------|--|
| 1. Dr Thanachart Numnonda | President of the Board of Directors / Chairman of the Audit Committee / Independent Director |
| 2. Ms Orasa Vimolchalao | Director / Chief of Executive Director / Chief Executive Officer / Chairman of the Risk Management and Sustainability Development Committee |
| 3. Mr Sittichai Leekasem | Director / Executive Director |
| 4. Mr Kirk Leekasem | Director / Deputy Chief Executive Officer / Risk Management and Sustainability Development Committee |
| 5. Mrs Chanchira Smakthai | Director / Independent Director / Audit Committee / Chairman of the Nomination and Remuneration Committee |
| 6. Ms Jiranat Sumanont | Director / Independent Director / Audit Committee / Member of the Nomination and Remuneration Committee |
| 7. Ms Nitkamol Wongpipat | Director / Chief Financial Officer / Member of the Nomination and Remuneration Committee / Risk Management and Sustainability Development Committee / Executive Director |

Directors Absent at the Meeting

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(7 directors were attending the Meeting, or equivalent to 100.00 percent of the members of the Board of Directors)

Auditors from A & A Audit Company Limited

1. Mr Apichat Boongird
2. Mr Somchat Kalasuk
3. Ms Tassawan Pipatcharoenwong

Legal Counsels from Pisut and Partners Company Limited

1. Mr Nantawat Sirikoonyothin
2. Ms Kanokwan Changerd



Other Attendances

Ms Panadda Phonsimma Company Secretary

Commencement of the Meeting

Dr Thanachart Numnonda, President of the Board of Directors acted as the Chairman of the Meeting (“the **Chairman**”). The Chairman greeted all shareholders and attendees to the 2024 Annual General Meeting of Shareholders of the Company. The Chairman entrusted Ms Panadda Polsimma, the Company Secretary to be a moderator conducting the Meeting (the “**Secretary**”).

The Secretary informed the Meeting that at the commencement of the Meeting, there were 15 shareholders attended in person, representing a total of 433,858,614 shares, and 64 proxies attended the Meeting representing a total of 12,394,903 shares. There were a total of 79 shareholders and proxies presented at the Meeting, representing 446,253,517 shares, or 65.6786 percent of the total number of sold shares of the Company. Therefore, a quorum was established in accordance with the law and the Company's Articles of Association which stipulates that not less than 25 shareholders holding a total of not less than fifty percent of the sold shares are required to attend the meeting in person or by proxy.

The Chairman commenced the Meeting by introducing all members of the Board of Directors, the 7 directors attending this Meeting, representing 100 percent, introducing the Sub-Committee members, the Executives, the Company’s auditors, and the Company’s Legal counsels who were in attendance. The Secretary was entrusted to explain the details of the Meeting and voting procedures. The Meeting was informed as follows of the voting procedures, vote counting, and notification of vote counting results:

1) Votes for Approval of the Resolutions on each agenda

According to Clause 35 of the Articles of Association of the Company, each shareholder shall have the votes in the amount equal to the number of shares held by it in one vote per share. In case of an equality of votes, the Chairman of the Meeting of shareholders shall have a casting vote.

- Agenda 1 and 3 are only for acknowledgement; therefore, voting is not required.
- Agendas 2, 4, 5, 7, and 8 must be approved by the majority votes of shareholders or proxies attending the Meeting and eligible to vote.
- Agenda 6 must be approved by more than two-thirds (2/3) votes of shareholders or proxies attending the Meeting and eligible to vote.
- Agendas 9, 10, and 11 must be approved by more than three-fourths (3/4) votes of shareholders or proxies attending the Meeting and eligible to vote.
- Agenda 12, considering other matters (if any), was set up for shareholders to ask inquiries or give opinions to the Board of Directors and asked the Board of Directors to clarify and answer inquiries from shareholders.



2) **Voting**

The Chairman will notify shareholders to vote upon completion of each agenda. Shareholders have the options to vote either “Agree,” “Disagree,” or “Abstain.”

Shareholders in attendance at the Meeting in person: Voting rights will be restricted to shareholders who register prior to the Meeting. By voting, shareholders must hand over their ballots to staff prior to the close of voting for each agenda. It will be considered an “Approve” vote if shareholders do not hand in ballots.

Proxies attending the Meeting: If a grantor does not specify their intention to vote on each agenda on a proxy form, a proxy can use the ballots and vote on behalf of a shareholder as if a shareholder were present at the Meeting. If a grantor specifies the intention to vote for all agendas in advance on a proxy form, the Company will count ballots according to the proxy form provided to the Company's staff at the registration of the Meeting.

3) **Votes Counting**

- The votes for each agenda will be counted based on the number of shareholders or proxies present at the Meeting for that agenda, which may vary from agenda to agenda because some shareholders may register after the commencement of the Meeting.
- Counting “Agree” votes in each agenda will be counted by deducting the number of “Disagree” votes from the total number of attendees' votes.
- In the event that shareholders do not hand in ballots, those votes will be regarded as “Agree” votes. For the convenience of counting votes, the Company will collect ballots of those who vote “Disagree” or “Abstain” only.
- In the following instances, ballots will be deemed invalid:
 1. A blank ballot does not indicate that a vote is cast.
 2. Voting ballots for multiple voting types, such as voting Agree and Disagree for the same agenda.
 3. A ballot that is crossed out without a shareholder or a proxy's signature.
- If the shareholder's vote is deemed invalid based on the criteria set forth by the Company, such voting is invalid. However, such ballots will also be calculated as the basis for counting votes, whereas “Abstain” votes will not be counted.

4) **Notification of Voting Result**

For the purpose of conciseness, after each agenda is voted, the Secretary will promptly continue to the next agenda and announce the results of the voting at the end of the following agenda. For the agenda to approve the election of directors, the vote results of all directors will be announced at the same time when all votes are counted.



Agenda 1 **Chairman's Report**

The Chairman informed the Meeting that the Chairman had 2 issues which desire to inform the Meeting:

1) In 2023, it was another year that the overall economy and manufacturing industry became a better trend. As a result, SiamEast Solutions Public Company Limited has gained full benefit from the economic recovery in the country. This benefit brings a new half-year-high of the Company's operating results increasing from last year. In addition, the Company also places importance on sustainable business operations in various dimensions, strives to push for good change, and drives the business to sustainably grow through delivering the best solution (Solution excellencing) for all stakeholders in the value chain, including customers, business associations, and business partners, by operating under the ESG concept in all 3 dimensions as follows:

- (1) E: Environmental dimension: Focus on selecting environmentally friendly products and services, such as solar cell installation and wastewater treatment.
- (2) S: Social dimension: Continuously provide knowledge about new innovations to customers and increase the capabilities of the storage system, and be ready to strictly take care of safety and personal information.
- (3) G: Good governance dimension: Commit to deliver solutions that comply with laws and international standards, and to focus on anti-corruption policy.

The Company acknowledges unlimited growth opportunities based on more than 10 years of experience, knowledge, and expertise in selecting products and services related to industrial products that cover the entire production process from start to end in the EEC (Eastern Economic Corridor) according to the government's long-term national development plan. These opportunities have become an important strategic point for the industrial sector in ASEAN. In addition, these opportunities help to build confidence in the investment sector, and the demand for various materials and equipment for factory construction and increase the improvement of machine efficiency as well. On behalf of the Board of Directors, I would like to thank all of the Executive members and all the employees who have worked together with determination and dedication to make the Company successful in achieving its goals in 2023. Moreover, I would like to thank the shareholders and stakeholders, including all involved parties who have always trusted and supported the Company throughout the time. Please believe that the Company will conduct the businesses for stable and sustainable growth for the utmost benefit of all stakeholders in every sector accordingly.

2) On 21 November 2023, the Company received the Best Company Performance Awards 2023, which is an award guaranteeing vision in business operations (Solution Excellence), the Business Excellence Award group. This Award is given to companies with outstanding performance growth. The criteria are considered from financial ratios, the completion of duties of listed companies according to the regulations of the Stock Exchange of Thailand, and the companies must have good corporate governance, executive members of the companies have no history of corruption, and the



companies have a good information disclosure. The companies that received this Award are those that have performed and grown over the past year with reliability.

The Chairman gave an opportunity to the shareholders to ask for inquiries or express opinions about this agenda. It appeared that no shareholders or proxies inquired or expressed their opinion regarding this agenda.

Remark: This agenda is only for acknowledgement; therefore, voting is not required.

Agenda 2 **To consider and certify the Minutes of the 2023 Annual General Meeting of Shareholders**

The Chairman informed the Meeting that the Minutes of the 2023 Annual General Meeting of Shareholders which was held on 28 April 2023 was prepared correctly, and delivered a copy of the Minutes to the Stock Exchange of Thailand and the Department of Business Development, Ministry of Commerce according to the period specified by law. Moreover, such Minutes was disseminated through the website of the Company www.siameastsolutions.com. The Chairman therefore informed the Meeting to consider and certify the Minutes of the 2023 Annual General Meeting of Shareholders, details of which were in a copy of the Minutes circulated to the shareholders prior to this Meeting for consideration.

The Chairman gave an opportunity to the shareholders to ask for inquiries or express opinions about this agenda. It appeared that no shareholders or proxies inquired or expressed their opinion regarding this agenda. The Chairman asked the Meeting to resolve the resolution. In this agenda, 1 more shareholder attended the meeting, totaling 15 shares, so there were 80 shareholders attending the meeting in person and by proxy, totaling 446,253,532 shares.

The Secretary informed the Meeting that this Agenda requires approval by the majority votes of the total votes of shareholders and proxies attending the Meeting and eligible to vote.

Resolution Upon due consideration, the Meeting unanimously resolved to certify the Minute of the 2023 Annual General Meeting of Shareholders by the unanimous votes of the shareholders and proxies attending the meeting and eligible to vote as follows:

Agreed:	446,253,532	votes	Equivalent to the percentage of	100.00
Disagreed:	-	votes	Equivalent to the percentage of	0.00
Abstained:	-	votes	Equivalent to the percentage of	0.00
Voided:	-	votes	Equivalent to the percentage of	0.00
Total	446,253,532	votes	Equivalent to the percentage of	100.00



Agenda 3 **To acknowledge the Company’s operational results for the year 2023**

The Chairman entrusted Mr. Kirk Leekasem, the Director and Deputy Chief Executive Officer, to present details and information regarding the Company’s operational results for the year 2023 to the Meeting. Mr. Kirk Leekasem, therefore, reported the operating results of the Company for the year 2023 to the Meeting which appeared in the Company’s Annual Report of the year 2023 (56-1 One Report), which was provided to shareholders along with the invitation letter for consideration.

In terms of the Company's corruption policy, apart from ensuring that the Company's operational results are in line with goals, the Company also places importance on anti-fraud and corruption. The Company has established a policy regarding anti-corruption and business ethics that all employees in the organisation must comply with, including communication to current and new employees to be aware of their roles, duties, and practices, to prevent fraud and corruption, including creating a management culture for the entire organisation. In addition, the Company also provides training, and communication to provide access to policy information related to fraud and corruption through the Company's Coso Online, also the Company emphasizes to all relevant managers to monitor risks in advance from every workload. Moreover, the Company also communicates with employees and outsiders who can report clues to fraud and corruption. If they find any doubts, they can inform such of doubts to the Company's website, which will be sent directly to the President of the Company and the Company's Fraud and Corruption Committee. In the past period, The Company has not seen any incidents or has not been reported of any fraud or corruption.

The Chairman entrusted the Secretary to give an opportunity to the shareholders to ask for inquiries or express opinions about this agenda. It appeared that no shareholders or proxies inquired or expressed their opinion regarding this agenda.

Remark: This agenda is only for acknowledgement; therefore, voting is not required.

Agenda 4 **To consider and approve the financial statements for the fiscal year ended 31 December 2023**

The Chairman informed the Meeting that to comply with Section 112 under the Public Limited Companies Act, B.E. 2535 (1992) (and its amendment) (“**the Public Limited Companies Act**”) and the Company’s Articles of Association Clause 39, the Board of Directors arranged to prepare the financial statement for the year 2023, ended 31 December 2023, which was audited and certified by an authorised auditor and was validated by the Audit Committee as well as was approved by the Board of Directors, which was provided to shareholders along with the invitation letter for consideration.



The Chairman entrusted Ms Nitkamol Wongpipat, Chief Financial Officer, to inform the Meeting regarding the financial statement of the fiscal year ended 31 December 2023, the summary details are as follows:

Unit: Million Baht	Consolidated Financial Statement		Separate Financial Statements	
	2022	2023	2022	2023
Total Assets	557,127,480.53	566,306,180.74	741,153,144.46	717,372,394.56
Total Liabilities	157,331,754.94	129,058,214.05	114,215,732.67	94,527,028.60
Revenue	611,698,393.74	651,714,185.01	496,883,239.41	518,308,164.81
Net profit (loss)	66,751,963.83	61,429,064.55	31,923,793.82	22,115,313.27
Net earnings (loss) per share (THB/share)	0.10	0.09	0.05	0.03

The Chairman entrusted Ms Nitkamol Wongpipat, Chief Financial Officer, to give an opportunity to ask for inquiries or express opinions about this agenda. There were questions from shareholders as follows:

Ms Woranai Yuthanaamorn, a proxy empowered by a shareholder, expressed the opinion that the information from the Consolidated Financial Statements for the years 2022 and 2023 shown at the meeting did not align with the information in the 2023 Annual report (56-1 One Report) which was provided to shareholders.

Ms Nitkamol Wongpipat, Chief Financial Officer, informed the meeting that the Company will amend the information from the Consolidated Financial Statements for the years 2022 and 2023 to be consistent with the information in the 2023 Annual report (56-1 One Report).

Therefore, the Chairman asked the Meeting to resolve the resolution. The Secretary informed the Meeting that this Agenda requires approval by the majority votes of the total votes of shareholders and proxies attending the Meeting and eligible to vote.

Resolution Upon due consideration, the Meeting unanimously resolved to approve the financial statements for the fiscal year ended 31 December 2023 by the unanimous votes of the shareholders and proxies attending the meeting and eligible to vote as follows:

Agreed:	446,253,532	votes	Equivalent to the percentage of	100.00
Disagreed:	-	votes	Equivalent to the percentage of	0.00
Abstained:	-	votes	Equivalent to the percentage of	0.00
Voided:	-	votes	Equivalent to the percentage of	0.00
Total	446,253,532	votes	Equivalent to the percentage of	100.00



Agenda 5 To consider and approve the election of directors in replacement of those retiring by rotation

The Chairman entrusted the Secretary, to explain this agenda to the Meeting, then the Secretary informed the Meeting that according to Section 71 of the Public Limited Companies Act and Clause 17 of the Company's Articles of Association which stipulates that in every Annual General Meeting of Shareholders, one-third (1/3) of the directors shall vacate office and director who retires from the office in the first and second year after registration of the company shall draw lots. In every subsequent year, directors who have been in office the longest time shall vacate office. Directors vacating office may be re-elected.

In the 2024 Annual General Meeting of Shareholders, there are 3 out of 7 directors which equals one-third (1/3) of the directors who are due to retire by rotation as follows:

1. Mrs Chanchira Smakthai Director / Independent Director / Audit Committee / Chairman of the Nomination and Remuneration Committee
2. Ms Jiranat Sumanont Director / Independent Director / Audit Committee / Member of the Nomination and Remuneration Committee
3. Ms Nitkamol Wongpipat Director / Chief Financial Officer / Member of the Nomination and Remuneration Committee / Risk Management and Sustainability Development Committee / Executive Director

The Nomination and Remuneration Committee has opined that the 3 directors who retire from the position serve as members of the Nomination and Remuneration Committee who have vested interests, therefore, the Committee entrusted the directors responsible for recruiting and nominating names for the election of directors in replacement of those 3 directors retiring by rotation. The 3 nominated directors have sufficient knowledge, competence, and experience with good profiles. They also have a good attitude toward the Company's organisation, they can devote time to Company interests. Their qualifications are not prohibited by the Public Limited Companies Act and the Securities and Exchange Act B.E. 2535, and other related regulations. Moreover, the independent director also meets the requirements of being an independent director according to the regulations of the Securities and Exchange Commission (SEC) and the Stock Exchange of Thailand (SET).

Therefore, it was proposed to the Meeting for considering and re-appointing the 2 retired directors set out below as the directors of the Company for another term:

1. Ms Jiranat Sumanont Director / Independent Director / Audit Committee / Member of the Nomination and Remuneration Committee
2. Ms Nitkamol Wongpipat Director / Chief Financial Officer / Member of the Nomination and Remuneration Committee / Risk Management and Sustainability Development Committee / Executive Director



Moreover, it was proposed to the Meeting for considering the election of a new director in replacement of Mrs Chanchira Smakthai, the director who retired by rotation as follows:

1. Ms Kanyapan Buranarom Director / Audit Committee / Independent Director /
Chairman of the Nomination and Remuneration Committee

The details of the profiles and experience of directors who are nominated for re-election to be directors for another term were circulated to the shareholders together with the invitation letter prior to this Meeting. Moreover, the Company informed shareholders to nominate persons to be elected as directors through the Company's website from 25 September 2023 until 31 December 2023, and there is no shareholder nominating any person to be considered.

For the sake of transparency in the voting process, the Secretary requested Mrs Chanchira Smakthai, Ms Jiranat Sumanont, Ms Nitkamol Wongpipat, the nominated candidates to leave the meeting until this agenda is resolved. Then the Secretary presented the 3 nominated candidates' profiles and qualifications to the Meeting.

Then the Secretary gave an opportunity to the shareholders to ask for inquiries or express opinions about this agenda. It appeared that no shareholders or proxies inquired or expressed their opinion regarding this agenda. Therefore, the Chairman asked the Meeting to resolve the resolution.

The Secretary informed the Meeting that this Agenda requires approval by the majority votes of the total votes of shareholders and proxies attending the Meeting and eligible to vote.

Resolution Upon due consideration, the Meeting unanimously resolved to approve the re-appointment of the directors retiring by rotation to be the directors of the Company for another term and unanimously resolved to approve the election of a new director by the unanimous votes of the shareholders and proxies attending the Meeting and eligible to vote as follows:

5.1 Ms Jiranat Sumanont

Agreed:	446,253,532	votes	Equivalent to the percentage of	100.00
Disagreed:	-	votes	Equivalent to the percentage of	0.00
Abstained:	-	votes	Equivalent to the percentage of	0.00
Voided:	-	votes	Equivalent to the percentage of	0.00
Total	446,253,532	votes	Equivalent to the percentage of	100.00



5.2 Ms Nitkamol Wongpipat

Agreed:	446,253,532	votes	Equivalent to the percentage of	100.00
Disagreed:	-	votes	Equivalent to the percentage of	0.00
Abstained:	-	votes	Equivalent to the percentage of	0.00
Voided:	-	votes	Equivalent to the percentage of	0.00
Total	446,253,532	votes	Equivalent to the percentage of	100.00

5.3 Ms Kanyapan Buranarom

Agreed:	446,243,347	votes	Equivalent to the percentage of	100.00
Disagreed:	-	votes	Equivalent to the percentage of	0.00
Abstained:	10,185	votes	Equivalent to the percentage of	0.00
Voided:	-	votes	Equivalent to the percentage of	0.00
Total	446,243,347	votes	Equivalent to the percentage of	100.00

Agenda 6 **To consider and approve the remuneration of directors and the Sub-Committee members for the year 2024**

Mrs Chanchira Smakthai, the Chairman of the Nomination and Remuneration Committee, entrusted the Secretary to explain this agenda to the Meeting, then the Secretary informed the Meeting that according to Section 90 under the Public Limited Companies Act which stipulates that the Company shall not pay money or any other property to the directors except payment as remuneration under the Company's Articles of Association. Clause 22 of the Company's Articles of Association stipulate that the directors of the Company are entitled to receive remuneration from the Company in the form of rewards, meeting allowances, gratuities, bonuses, or other forms of compensation as approved and resolved by a meeting of shareholders with not less than two-thirds (2/3) of the total votes of the shareholders present at the Meeting. The amount of the director's remuneration may be specified as a fixed amount or set as criteria and may be set for a certain period or until the meeting of shareholders resolves to change it. In addition, the directors of the Company are entitled to receive allowances and other benefits as stipulated by the Company's regulations.

To determine the remuneration of directors and the sub-committee members for the year 2024, the Nomination and Remuneration Committee determined the remuneration for the directors and the sub-committee members taking into account the suitability of their duties and responsibilities and to be



consistent with the overall performance of the Company and compare the remuneration with the other listed companies that operate the same business as the Company.

Therefore, it was proposed to the Meeting to resolve the remuneration and meeting allowance of directors and sub-committee members for the year 2024 as follows:

Position	2023	2024
<u>Meeting Allowance for Board of Directors</u>		
- President of the Board of Directors (THB/time)	15,000	15,000
- Member of Directors (THB/person/time)	10,000	10,000
<u>Meeting Allowance for Audit Committee</u>		
- Chairman of the Audit Committee (THB/time)	12,000	12,000
- Member of the Audit Committee (THB/person/time)	10,000	10,000
<u>Monthly Allowance for Audit Committee</u>		
- Chairman of the Audit Committee (THB/month)	28,000	28,000
- Member of the Audit Committee (THB/person/month)	20,000	20,000
<u>Meeting Allowance for Nomination and Remuneration Committee</u>		
- Chairman of the Nomination and Remuneration Committee (THB/time)	12,000	12,000
- Members of the Nomination and Remuneration Committee (THB/person/time)	10,000	10,000
However, Ms Nitkamol Wongpipat, the Company's Directors, expressed her intention at the Meeting to waive her right from receiving remuneration as a Member of the Nomination and Remuneration Committee.		
<u>Other rights and benefits</u>	-	-

Mrs Chanchira Smakthai, the Chairman of the Nomination and Remuneration Committee, gave an opportunity to the shareholders to ask for inquiries or express opinions about this agenda. It appeared that no shareholders or proxies inquired or expressed their opinion regarding this agenda. Therefore, the Chairman asked the Meeting to resolve the resolution.

The Secretary informed the Meeting that this agenda must be passed by more than two-thirds (2/3) of the voting rights of shareholders and proxies attending the meeting and eligible to vote.

Resolution Upon due consideration, the Meeting unanimously resolved to approve the remuneration of the Board of Directors and the Sub-Committee members for the year 2024 by the unanimous votes of the shareholders and proxies attending the meeting and eligible to vote as follows:



Agreed:	446,253,532	votes	Equivalent to the percentage of	100.00
Disagreed:	-	votes	Equivalent to the percentage of	0.00
Abstained:	-	votes	Equivalent to the percentage of	0.00
Voided:	-	votes	Equivalent to the percentage of	0.00
Total	446,253,532	votes	Equivalent to the percentage of	100.00

Agenda 7 **To consider and approve the appointment of the auditor and auditor's remuneration for the year 2024**

The Chairman, as the Chairman of the Audit Committee, informed the Meeting that to comply with Section 120 under the Public Limited Companies Act and Clause 36 of the Company's Articles of Association which stipulate that in every annual general meeting of shareholders, the Meeting must appoint an auditor and determine the remuneration of the auditor of the Company. The Audit Committee has proposed the appointment of A & A Audit Company Limited as the Company's auditor for the year 2024, and appointed the persons to be the auditors of the Company for auditing and expressing the opinion for the financial statements of the Company for the year 2024. The Meeting was therefore proposed to consider and approve the appointment of the auditors as follows:

1. Dr. Preecha Suan Auditor registration number 6718; and / or
2. Ms. Yuphin Chumjai Auditor registration number 8622; and / or
3. Ms. Pitinun Pattaraklitidej Auditor registration number 10467; and / or
4. Mr. Apichat Boongird Auditor registration number 4963; and / or
5. Mr. Somchat Kalasuk Auditor registration number 9669

The aforementioned auditors have been auditors of the Company for 1 year and have no relationship or interest in the Company. Additionally, the aforementioned auditors of A & A Audit Company Limited are certified auditors from the Securities and Exchange Commission (SEC) and the Stock Exchange of Thailand (SET). In the case where the proposed auditors are unable to perform a duty, A & A Audit Company Limited is responsible for appointing other auditors of A & A Audit Company Limited to be auditors of the Company instead.

In addition, it was proposed the Meeting to approve the auditor's remuneration for the year 2024 with a total of, not exceeding THB 1,110,000 per year which is equal to the auditor's remuneration for the year 2023 and the Company has compared the audit fee with the market price and found that it is a reasonable price.



The Remuneration for Auditing	2022 (THB)	2023 (THB)	2024 (THB)
Auditing Fees	1,110,000	1,110,000	1,110,000
Additional Fees	-	-	-

The Chairman gave an opportunity to the shareholders to ask for inquiries or express opinions about this agenda. It appeared that no shareholders or proxies inquired or expressed their opinion regarding this agenda. Therefore, the Chairman asked the Meeting to resolve the resolution.

The Secretary informed the Meeting that this Agenda requires approval by the majority votes of the total votes of shareholders and proxies attending the Meeting and eligible to vote.

Resolution Upon due consideration, the Meeting unanimously resolved to approve the appointment of the auditors and auditor's remuneration for the year 2024 by the unanimous votes of the shareholders and proxies attending the meeting and eligible to vote as follows

Agreed:	446,253,532	votes	Equivalent to the percentage of	100.00
Disagreed:	-	votes	Equivalent to the percentage of	0.00
Abstained:	-	votes	Equivalent to the percentage of	0.00
Voided:	-	votes	Equivalent to the percentage of	0.00
Total	446,253,532	votes	Equivalent to the percentage of	100.00

Agenda 8 **To consider and approve the allocation of profit as a legal reserve and dividend payment from the Company's operation results for the year 2023**

The Chairman entrusted the Secretary to explain this agenda to the Meeting, then the Secretary informed the Meeting that according to Section 116 under the Public Limited Companies Act and Clause 45 of the Company's Articles of Association which stipulate that the company must allocate part of the annual net profit as a legal reserve in the amount not less than 5 percent of the annual net profit, less the sum of accumulated loss brought forward (if any) until the legal reserve amounts having not less than 10 percent of the registered capital. Therefore, it was deemed appropriate to propose the Meeting to resolve the allocation of profit as a legal reserve and dividend payment from the Company's operation results for the year 2023 as follows:

The Allocation of Profit as a Legal Reserve

At present, the Company's registered capital is THB 339,727,380.00 and legal reserved before allocating is in the amount of THB 15,518,803.13 with an equal 4.568 percent of the registered capital. The Company's operation results for the fiscal year ending 31 December 2023, the Company has a separate net profit of THB 22,115,313.27. The Board of Directors, therefore, agreed that it was appropriate to



propose the Meeting to consider and approve the allocation of profits from the Company's operation for the year ending on 31 December 2023 to be legal reserve in the amount of THB 1,105,765.66 with equal 5.00 percent of the net profit according to the Company's financial statement for the year ending on 31 December 2023. After the allocation of the annual net profit to the legal reserve, the Company's legal reserve will be 15,518,803.13 with an equal of 4.568 percent of the registered capital.

Distribution of Dividends Payment

Furthermore, the Company has a separate net profit from the operating results for the fiscal year ended 31 December 2023, after the deduction of incorporated income tax and the legal reserve in the amount of THB 22,115,313.27 with no accumulated loss. Therefore, it is proposed that the Meeting consider and approve the dividend payment from the Company's operating results for the fiscal year ended 31 December 2023 with the following details:

- Pay dividends in cash to shareholders in the amount not exceeding THB 18,000,677.67 at the rate of THB 0.026493 per share, totaling 679,450,333 shares.

The Company will pay the dividend payments to the shareholders of the Company whose names appear in the shareholder registered book on the Record Date which is the date determined the shareholders who are entitled to receive dividends, which is scheduled on 13 March 2024, and the dividend payment shall be made by 23 May 2024.

The Chairman gave an opportunity to the shareholders to ask for inquiries or express opinions about this agenda. There were questions from shareholders as follows:

Mr Tianchai Wongnawaporn, a shareholder attending the meeting in person, inquired that what is the percentage of the dividend payments from the Company's operating result for the fiscal year ending on 31 December 2023 compared to the net profit in the year 2023.

Ms Orasa Vimolchalao, Chief Executive Officer, informed the meeting that the dividend payments from the Company's operating results for the fiscal year ending on 31 December 2023 accounted for 29.5 percent of the Company's consolidated financial statements.

Therefore, the Chairman asked the Meeting to resolve the resolution. The Secretary informed the Meeting that this Agenda requires approval by the majority votes of the total votes of shareholders and proxies attending the Meeting and eligible to vote

Resolution Upon due consideration, the Meeting unanimously resolved to approve the allocation of profit as a legal reserve and dividend payment for the year 2023 as follows:

- (1) Approved the allocation of profits from the Company's operating results for the fiscal year ended 31 December 2023 as legal reserve, totaling THB 1,105,765.66.



- (2) Approved the dividend payment from the Company's operating results for the fiscal year ended 31 December 2023 by cash dividend to shareholders in the amount not exceeding THB 18,000,677.67 at the rate of THB 0.026493 per share for 679,450,333 shares.
- (3) Approved the Company to make the dividend payment to the shareholder whose names appear in the shareholder register book on the Record Date determined the right to receive dividends which is scheduled on 13 March 2024, and the dividend payment shall be made by 23 May 2024.

The Meeting resolved to approve by the unanimous votes of the shareholders and proxies attending the meeting and eligible to vote as follows:

Agreed:	446,253,532	votes	Equivalent to the percentage of	100.00
Disagreed:	-	votes	Equivalent to the percentage of	0.00
Abstained:	-	votes	Equivalent to the percentage of	0.00
Voided:	-	votes	Equivalent to the percentage of	0.00
Total	446,253,532	votes	Equivalent to the percentage of	100.00

Agenda 9 To consider and approve the decrease in the Company's registered capital of THB 2,213.50 from the current registered capital of THB 339,727,380.00 to THB 339,725,166.50 by removing the unsold ordinary shares in the amount of 4,427 with a par value of THB 0.50 per share

The Chairman entrusted the Secretary to explain this agenda to the Meeting, then the Secretary informed the Meeting that the Company has 4,427 unsold ordinary shares with a par value of THB 0.50 per share, which remained from the allocation of dividend shares which are ordinary shares to shareholders according to the resolution of the 2023 Annual General Meeting of Shareholders, in order to comply with the Public Company Limited Act, therefore, the Company has to reduce the registered capital of THB 2,213.50 from the original registered capital of THB 339,727,380 to the registered capital of THB 339,725,166.50 by removing 4,427 unsold shares at the par value of THB 0.50 per share. This action will not affect the paid-up capital and the number of such paid-up shares of the Company.

Once the Meeting approves the decrease of the Company's registered capital, the person entrusted by the authorised director is authorised to register the decrease of the Company's registered capital with the Department of Business Development, the Ministry of Commerce, and is entitled to amend and add wording to comply with the order of the Public Company Limited Registrar.

The Chairman gave an opportunity to the shareholders to ask for inquiries or express opinions about this agenda. It appeared that no shareholders or proxies inquired or expressed their opinion regarding this agenda.



Therefore, the Chairman asked the Meeting to resolve the resolution. The Secretary informed the Meeting that this Agenda must be passed by more than three-fourths (3/4) of the voting rights of shareholders and proxies attending the meeting and eligible to vote.

Resolution Upon due consideration, the Meeting resolved to approve the decrease of the Company's registered capital of THB 2,213.50 from the current registered capital of THB 339,727,380.00 to THB 339,725,166.50 by removing the unsold ordinary shares in the amount of 4,427 with a par value of THB 0.50 per share and approved the person entrusted by the authorised director to register the decrease the Company's registered capital with the Department of Business Development, the Ministry of Commerce and is entitled to amend and add wording to comply with the order of the Public Company Limited Registrar by the unanimous votes of the shareholders and proxies attending the meeting and eligible to vote as follows:

Agreed:	446,253,532	votes	Equivalent to the percentage of	100.00
Disagreed:	-	votes	Equivalent to the percentage of	0.00
Abstained:	-	votes	Equivalent to the percentage of	0.00
Voided:	-	votes	Equivalent to the percentage of	0.00
Total	446,253,532	votes	Equivalent to the percentage of	100.00

Agenda 10 To consider and approve the amendment of Clause 4 of the Memorandum of Association to be in line with the decrease of the Company's registered capital

The Chairman entrusted the Secretary to explain this agenda to the Meeting, then the Secretary proposed the Meeting to consider and approve the amendment of the Memorandum of Association in Clause 4 to be in line with the decrease of the Company's registered capital in the agenda 9 thereof per the following details:

“ Clause 4.	Company's registered capital of	: THB 339,725,166.50	(Three hundred and thirty-nine million, seven hundred twenty-five thousand, one hundred sixty-six Baht and fifty satang.)
	Divided into	: 679,450,333 shares	(Six hundred seventy-nine million four hundred and fifty thousand three hundred and thirty-three shares)
	The par value of	: THB 0.50	(Fifty satang)



Divided into

Ordinary share	: 679,450,333 shares	(Six hundred seventy-nine million four hundred and fifty thousand three hundred and thirty-three shares)
Preference share	: -	(-) ”

Once the Meeting approves the amendment of the Memorandum of Association in Clause 4, the person entrusted by the authorised director is authorised to register the amendment of the Memorandum of Association with the Department of Business Development, the Ministry of Commerce and is entitled to amend and add wording in the documents to comply with the order of the Public Company Limited Registrar.

The Chairman gave an opportunity to the shareholders to ask for inquiries or express opinions about this agenda. It appeared that no shareholders or proxies inquired or expressed their opinion regarding this agenda.

Therefore, the Chairman asked the Meeting to resolve the resolution. The Secretary informed the Meeting that this Agenda must be passed by more than three-fourths (3/4) of the voting rights of shareholders and proxies attending the meeting and eligible to vote.

Resolution Upon due consideration, the Meeting unanimously resolved to approve the amendment of Clause 4 of the Memorandum of Association to be in line with the decrease of the Company’s registered capital and approved the person entrusted by the authorised director to register the amendment of the Memorandum of Association with the Department of Business Development, the Ministry of Commerce and is entitled to amend and add wording to comply with the order of the Public Company Limited Registrar by the unanimous votes of the shareholders and proxies attending the meeting and eligible to vote as follows:

Agreed:	446,253,532	votes	Equivalent to the percentage of	100.00
Disagreed:	-	votes	Equivalent to the percentage of	0.00
Abstained:	-	votes	Equivalent to the percentage of	0.00
Voided:	-	votes	Equivalent to the percentage of	0.00
Total	446,253,532	votes	Equivalent to the percentage of	100.00



Agenda 11 To consider and approve the amendment of the objectives and the Memorandum of Association in Clause 3 of the Company to be in line with the operations of the energy-related business

The Chairman entrusted the Secretary to explain this agenda to the Meeting, then the Secretary informed the Meeting that the Company plans to expand its business into the energy-related business in order to increase the opportunity to generate income and profits for the Company, and promote clean energy which is consistent with the Company's social responsibility. Therefore, the objectives in the Company Affidavit are necessary to be consistent with the Company's current operations in the energy sector. The Company therefore has to amend the objectives of the Company per the following details:

1. Clause 9: To engage in the business of selling vegetables, fruits, bamboo shoots, peppers, garden plants, beverages, drinking water, mineral water, fruit juices, fresh food, dry food, ready-made food, canned seafood, canned goods, seasonings, sauces, sugar, vegetable oils, animal feed, and other consumables.

2. Clause 52: To engage in the business of producing and distributing electricity from a solar cell power generation system, or from solar power production, renewable energy, thermal energy, combined heat energy, biofuels, fossil fuels, biomass fuel, wind energy, wave energy, waste energy, other alternative energy sources, natural resources, or other types of energy, including by-products from that business to private or government agencies. This includes producing and selling all types of electricity, including by-products from such businesses, to private or government agencies.

3. Clause 53: To engage in the business of producing electricity with a solar cell system, or a system for producing electricity with solar cells, or a solar power generation system, renewable energy, thermal energy, combined heat energy, biofuels, fossil fuels, biomass fuel, wind energy, wave energy, waste energy, other alternative energy sources, natural resources, or other types of energy. This includes designing or installing an electricity generation system from all types of solar cells, constructing power stations, electrical distribution systems, and maintaining and repairing said systems, including electrical system connections.

4. Clause 54: To engage in the business related to electric power, water, and steam, which includes buying, selling, exploring, developing, procuring, contracting, transforming, planning, building, inspecting, analyzing, researching, designing, installing, producing, acquiring, delivering, maintaining, accumulating, reserving, bidding, contracting, constructing, repairing, importing, exporting, and carrying out various operations concerning electrical energy, water, and steam. This also involves energy sources derived from nature such as wind, heat, natural, sunlight, minerals, nuclear energy, or other fuels, including other energy sources that promote businesses related to electric power, water, and steam.

5. Clause 55: To engage in the business of procuring, producing, storing, transporting, trading, or distributing energy, including renewable energy businesses and supporting businesses in all types of energy sectors. This encompasses various forms such as biodiesel, ethanol, methanol, energy from plants,



animal energy, solar energy, wind energy, wave energy, hydrogen energy, nuclear energy, energy from biogas, and geothermal energy, whether it is energy itself or a by-product.

6. Clause 56: To engage in the business related to electrical energy derived from solar energy, renewable energy, thermal energy, combined heat energy, biofuels, fossil fuels, biomass fuel, wind energy, wave energy, waste energy, other alternative energy sources, natural resources, or other types of energy. This includes trading, contracting any work related to the aforementioned businesses, or engaging in other activities that promote such business.

7. Clause 57: To engage in the business of producing, assembling, buying, selling, renting, leasing, hire-purchasing, acting as agents or brokers, distributing, repairing, maintaining, including importing into the Kingdom, and exporting outside the Kingdom. This includes solar cells, electricity generation systems by solar cells, or solar power generation systems, renewable energy, thermal energy, combined heat energy, biofuels, fossil fuels, biomass fuel, wind energy, wave energy, waste energy, or other alternative energy sources to the private sector or government agencies, including spare parts and equipment for the aforementioned products.

8. Clause 58: To engage in the business of producing energy from solar energy, all types of solar hot water production systems, renewable energy, thermal energy, combined heat energy, biomass fuel, or waste energy. This includes contracting for design work, installation of solar energy production systems and solar hot water production systems, renewable energy, thermal energy, combined heat energy, biomass fuels, or waste energy, as well as maintenance and repair of such systems, and selling spare parts and all types of equipment related to such products.

Once the Meeting approves the amendment of the objectives and the Memorandum of Association in Clause 3 of the Company, the person entrusted by the authorised director is authorised to register the amendment of the objectives and the Memorandum of Association in Clause 3 of the Company with the Department of Business Development, the Ministry of Commerce, and is entitled to amend and add wording in the documents to comply with the order of the Public Company Limited Registrar.

The Chairman gave an opportunity to the shareholders to ask for inquiries or express opinions about this agenda. There were questions from shareholders as follows:

Mr Tianchai Wongnawaporn, a shareholder attending the meeting in person, inquired that will the Company delete the message from the original objectives of the Company in Clause 9? As the general objectives of the Company are generally prescribed in a broad and comprehensive manner.

Dr Thanachart Numnonda, President of the Board of Directors, informed the meeting that the Company will not delete the message of the original objectives of the Company in Section 9 in all parts, but will delete only some parts of the original message of Section 9, such as “cigarettes, tobacco, liquor, and beer”, in order to be consistent with good business operations of the Company, and the



Company will add the Company's objectives in Clause 52 - 58 regarding energy-related business operations.

Therefore, the Chairman asked the Meeting to resolve the resolution. The Secretary informed the Meeting that this Agenda must be passed by more than three-fourths (3/4) of the voting rights of shareholders and proxies attending the meeting and eligible to vote

Resolution Upon due consideration, the Meeting unanimously resolved to approve the amendment of the objectives and the Memorandum of Association in Clause 3 of the Company to be in line with the operations of the energy-related business and approved the person entrusted by the authorised director to register the amendment of the objectives of the Company with the Department of Business Development, the Ministry of Commerce and is entitled to amend and add wording to comply with the order of the Public Company Limited Registrar by the unanimous votes of the shareholders and proxies attending the meeting and eligible to vote as follows:

Agreed:	446,253,532	votes	Equivalent to the percentage of	100.00
Disagreed:	-	votes	Equivalent to the percentage of	0.00
Abstained:	-	votes	Equivalent to the percentage of	0.00
Voided:	-	votes	Equivalent to the percentage of	0.00
Total	446,253,532	votes	Equivalent to the percentage of	100.00

Agenda 12 To consider other matters (if any)

The Chairman gave an opportunity to the Meeting to make suggestions or ask inquiries other than those specified in the meeting Invitation Letter. There were shareholders asking questions as follows:

1. Mr Tianchai Wongnawaporn, a shareholder attending the meeting in person, inquired that what is the starting time of the Company's Meeting as TSD and the Stock Exchange of Thailand informed that the starting time of the Company's Meeting is 9:00 a.m.

Dr Thanachart Numnonda, President of the Board of Directors, informed the meeting that the starting time of the Company's Meeting is 9:30 a.m. and thank the shareholder for informing the details.

2. Mr Tianchai Wongnawaporn, a shareholder attending the meeting in person, inquired that how many members serve in the positions of the Nomination and Remuneration Committee of the Company, and what the positions consist in the Nomination and Remuneration Committee.



Dr Thanachart Numnonda, President of the Board of Directors, informed the meeting that members of the Nomination and Remuneration Committee consist of 3 members, 1 person is the Chairman of the Nomination and Remuneration Committee, and 2 persons are the members of the Nomination and Remuneration Committee.

3. Mr Tianchai Wongnawaporn, a shareholder attending the meeting in person, expressed the opinion that Ms Nitkamol Wongpipat, the director, does not necessarily to waive her right from receiving remuneration as a Member of the Nomination and Remuneration Committee.

Dr Thanachart Numnonda, President of the Board of Directors, informed the meeting that this opinion was a continuation issue from the agenda to consider and approve the remuneration of directors and the Sub-Committee members for the year 2024, and informed the Meeting that Ms Nitkamol Wongpipat, the director, waive her right from receiving remuneration as a Member of the Nomination and Remuneration Committee because this is the purpose of Ms Nitkamol Wongpipat, and this is not the first year that Ms Nitkamol Wongpipat waive her right from receiving remuneration as a Member of the Nomination and Remuneration Committee.

4. Mr Tianchai Wongnawaporn, a shareholder attending the meeting in person, inquired regarding Agenda 11: To consider and approve the amendment of the objectives of the Company to be in line with the operations of the energy-related business that how the Company implements projects relating to the amendment of the objectives of the Company?

Ms Orasa Vimolchalao, Chief Executive Officer, informed the meeting that the Company currently operates the businesses related to the energy sector. However, one of the objectives of the Company is to proceed with the PPA, which is the sale of electricity, which is an additional business operation apart from the original objectives of the Company. Therefore, it is necessary to proceed with the registration process to comply with the business operations.

5. Mr Tianchai Wongnawaporn, a shareholder attending the meeting in person, inquired whether the Company is able to expand the projects apart from the specified objectives or not? and how the Company will expand?

Ms Orasa Vimolchalao, Chief Executive Officer, informed the meeting that the Company operates a solar energy business including other types of energy. The Company also has associated companies that are capable of wastewater management, including the management of Biogas. Therefore, there is some consultation with other partners to expand the project.



- Ms Woranai Yuthanaamorn, a proxy empowered by a shareholder, inquired that does Mr David Samanyaporn still holding the position of director of the Company? as from the Minutes of the 2023 Annual General Meeting of Shareholders, it was found that Mr David Samanyaporn was a director of the company, and at present does the Company consists of 7 directors?

Ms Orasa Vimolchalao, Chief Executive Officer, informed the meeting that in the year 2023, Mr David Samanyaporn held the position of director of the Company. However, he resigned from being a director of the Company at the beginning of 2024, thus, currently, Mr David Samanyaporn does not hold the position of director of the Company. Moreover, currently, the Company consists of 7 directors.

As it appeared no additional inquiries or agenda from shareholders, Dr. Thanachart Numnonda, the Chairman of the Meeting declared the Meeting adjourned and thanked all shareholders for attendance in the 2024 Annual General Meeting of Shareholders.

The Meeting was adjourned at 11.00 a.m.

Dr. Thanachart Numnoda
Chairman of the meeting

Ms. Panadda Phonsimma
Company Secretary
Recorder of the Meeting