

Minutes of the Annual General Meeting of Shareholders for the year 2022

RPCG Public Company Limited

Thursday 21 April 2022

via Electronic Means (E-AGM)

Directors in Attendance:

- | | | | |
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| 1. | Mr. Satja | Janetumnugul | Chairman of the Board of Directors |
| 2. | Mr. Supapong | Krishnakan | Director |
| 3. | Mr. Tawat | Ungsuprasert | Director |
| 4. | Mr. Suthud | Khancharoensuk | Director / Member of the Nomination and Remuneration Committee |
| 5. | Mr. Prasit | Dheeraratbongkot | Independent Director / Chairman of the Audit Committee /
Chairman of the Nomination and Remuneration Committee |
| 6. | Ms. Panicha | Pongsivapai | Independent Director / Member of the Audit Committee /
Member of the Nomination and Remuneration Committee |
| 7. | Ms. Pordee | Khanistanan | Independent Director / Member of the Audit Committee /
Member of the Nomination and Remuneration Committee |

(The proportion of the directors attending the Meeting was 100% of the total number of directors)

Attendants :

1. Chief Executive Officer of the Company and Chief Financial Officer.
2. Accounting auditor from EY Office Company Limited.
3. The legal advisor from Law & Equity Company Limited
4. Representative from Thai Investors Association (Volunteer for Shareholders Rights Protection).
5. The officers from Quidlab Co., Ltd. who registered, counted votes, demonstrated voting results, and reported the resolution of the Meeting.

Before the Meeting started, the Company opened a video which demonstrated the method of system usage for vote casting and method in submitting shareholder's questions via electronic meeting system of Quidlab Co., Ltd.

The meeting commenced at 13:30 hrs.

Mrs.Supanee Tanchaisrinakorn, the Company Secretary and General Manager-Finance & Administration Function welcomed the shareholders to the Annual General Meeting of the Shareholders for the year 2022 of RPCG Public Company Limited (the "Company" or "RPCG").

According to the COVID-19 pandemic situation, the Board of Directors prioritized health of all shareholders and attendees, therefore, had resolved to convene the 2022 Annual General Meeting of Shareholders via electronic means

(E-AGM), in accordance with the rules stipulated by law relating to electronic meeting and the Company has used the electronic meeting platform system of Quidlab Co., Ltd. that is in accordance with the standards of hosting electronic meeting platform of the Electronic Transaction Data Agency (ETDA) and the applicable rules the company article concerning the electronic meeting. Attendees can watch the live broadcast, submit questions, vote and know the voting results for each agenda from this E-AGM system.

And reported that the Company has registered capital and current paid-up capital of 1,304,664,125 Baht with total shares are eligible to vote of 1,304,664,125 shares. And in this meeting, there were 44 shareholders and proxies of shareholders attended, representing 504,791,254 shares or 38.6913 % of total paid-up capital of the Company which was completely according to the Company's Articles of Association No. 34 stating that "To constitute a quorum for the shareholders' meeting, the total number of shareholder and proxies in attendance must be more than 25 persons or not less than half of the total number of shareholders and the total shares must be not less than one-third of the total shares issued".

Therefore "This Annual General Meeting of Shareholders, there are a number of shareholders attending the meeting in accordance with the Company's Articles of Association". And opened the Annual General Meeting of Shareholders for the year 2022.

The Company Secretary introduced the Board of Directors and announced that there were representatives from Thai Investors Association, Accounting auditor from EY Office Limited, in order to ensure they are transparent and in compliance with Company's Articles of Association, and all related laws and Law & Equity Company Limited, in order to ensure they are transparent and in compliance with Company's Articles of Association, and all related laws. And clarified that the Company also provided the shareholders with the opportunity to propose the meeting agenda and the names of qualified persons to be Directors by distributing the rules to shareholders, informed the rights and how to nominate a person to be a Director to the Board of Directors in advance on Company's website since September 27, 2021 to November 30, 2021. As a result, there were no shareholders presented the agenda and named to consider together with details of the supporting documents, how to vote and procedure that the documents for the meeting today has already been published on the Company's website as well as informed The Stock Exchange of Thailand on March 21, 2022. The voting procedure as stated in the Company's Articles of Association No. 36 that each shareholder has the voting rights equaled to the number of shares held or received as proxy, with one voting right per one share and in each agenda. The shareholder can only choose to vote in one of the three following ways: Approval, Disapproval and Abstention. And if any shareholder is benefited from the agenda in any way, such shareholder will be ineligible to vote on that matter with exception for voting at the election of Director is not considered a conflict of interest.

The voting procedures and meeting procedures as follows:

- The voting procedure as stated in the Company's Articles of Association No. 36 that each shareholder has the voting rights equaled to the number of shares held or received as proxy, with one voting right per one share and in each agenda. The shareholder can only choose to vote in one of the three following ways: Approval, Disapproval and Abstention.

- If any shareholder is benefited from the agenda in any way, such shareholder will be ineligible to vote on that matter with exception for voting at the election of Director is not considered a conflict of interest.
- The voting of each agenda, shareholders who do not vote to disapprove or abstain. The Company will consider such shareholders to approve the agenda as proposed, need not to vote on the ballot. And if there are no any shareholder disapprove or abstain, the Company will conclude that agenda, all shareholders have an unanimous resolution as proposed.
- If there are shareholders who want to disapprove or abstain, they must mark their votes in the system. The Company will deduct the disapproval and abstention votes from the total votes of the shareholders attending in the meeting or are eligible to vote, to summarize the voting result in each agenda.

For the report of the voting result, the Company will notify the meeting of the result in each agenda in which will be collected from the votes from shareholders presented or proxies.

For shareholders who have voted in the proxy form and sent it to the Company in advance. The Company has already included the voting in each agenda according to the wishes of the shareholders.

For the report of the voting result, the Chairman will notify the meeting of the result in each agenda in which will be collected from the votes from shareholders presented or proxies. In case of there are many disapproval, the Company may proceed to the next agenda item while awaiting the result of vote counting. The score will be reported to the shareholders as soon as the vote counts are completed.

Clarifying the details of voting for each agenda as follows:

Agenda 1, Agenda 3, Agenda 4, Agenda 5 and Agenda 7

Majority vote from the votes cast by all shareholders who attend and vote, will be counted as the resolution.

Agenda 6

No less than two-thirds of the votes cast by all shareholders attending the meeting and entitled to vote, will be counted as the resolution.

Agenda 8

No less than three-fourth of the votes cast by all shareholders attending the meeting and entitled to vote, will be counted as the resolution.

Agenda 2

For informing only, no need for a vote.

The Company will use the number of shares of the present attendants at the moment of voting as the base for calculation and voting for each agenda, the shareholders would be given an opportunity to ask questions relevant to that particular agenda item in advance. You can type and send questions in the menu in the message box in the system. If the

questions or comments were not relevant to the agenda item, the shareholders or proxies were requested to raise such questions or comments in Agenda 9 regarding other matters at the end of the meeting.

The meeting was informed and when there were no further question or recommendation, Mr.Satja Janetumnugul, the Chairman of Board of Director and Chairman of the meeting (“Chairman”) greeting and welcome the shareholders who attend the 2022 Annual General Meeting of the Shareholder and the Chairman of the meeting started the meeting to consider according to the sequence of the agenda as follows:

Agenda 1: To consider and endorse the Minutes of the Annual General Meeting of Shareholder for the year 2021 held on April 23, 2021

The Chairman proposed the Meeting to accept the Minutes of the Annual General Meeting of Shareholder for the year 2021, held on April 23, 2021. The Company verified the minutes of the meeting and agreed to the meeting resolved in all respects, and submitted to The Stock Exchange of Thailand within the time by law already. A copy of the minutes of the meeting is attached in Attachment page 10 to page 24. Moreover, the Company has posted on the Company's website since May 5, 2021.

The Chairman asked if any shareholder would like to ask questions or propose to correct the minutes of the Annual General Meeting for the year 2021, and as there was no shareholder with any question or request any correction. The Chairman thus asked the meeting to consider and endorse the minutes of the Annual General Meeting of Shareholder for the year 2021 held on April 23, 2021. The resolution of this agenda item must be approved by the meeting of shareholders with the majority vote of all shareholders who present and vote. In this agenda, the agenda has additional shareholders attending the vote with 300 shares, which increased the sum of shares to 504,791,554 shares.

Meeting Resolution

The meeting resolved by majority vote, approved the proposed minutes of the Annual General Meeting of Shareholder for the year 2021 held on April 23, 2021.

The results of the resolution for Agenda 1 are as follows:

Approval	504,791,352	votes	Equivalent to	100.0000%
Disapproval	-	vote	Equivalent to	0.0000%
Abstention	202	votes		
Voided Ballot	-	vote		
Total	504,791,554	votes		

Agenda 2: To acknowledge the report of the Company's operational results for the year 2021

The Chairman said at the meeting that before reporting the performance of the year 2021, would like to report the progress of the lawsuits of the Company as follows:

The progress of the lawsuits of the Company and PTT, the verdicts of the Supreme Court in both of these case are considered final, which the Company and PTT has already paid the debt according to the decision of the Supreme Court.

On the part of Pure Thai Energy Co., Ltd. or PTEC, the Company's core company. In the past year, more and more gas service station branches had been expanded, which currently have 70 gas stations and had better operating results.

The Chairman assigned Ms.Kanokporn Jarukulavanich, Managing Director of Pure Thai Energy Company Limited, to report the performance with detailed reports to be informed as follows:

Ms.Kanokporn Jarukulvanich, Managing Director of Pure Thai Energy Co., Ltd. reported that the report is divided into three parts, which are business overview, retail business and other services (Non-oil Business), which is a new business of the past year 2021, and business plan of the year 2022.

As for the important issues of the year 2021, the oil business continued to grow. The sales volume increased by about 5 percent to 211 million liters. There are three new gas service stations, totaling 70 branches, and a new business that started in the past year was a coffee shop business named Coffee Journey. Which was a franchise of Minor Food. It was the first coffee shop.

As for the industry overview in the year 2021, domestic oil consumption declined for the first time in 10 years. Total gas service station sales dropped 6 percent with diesel sales was down 2.9 percent, gasoline was down 8 percent, and premium oil was down 27 percent. The decline in oil demand was attributed to lockdowns caused by the COVID-19 pandemic including the economic recession.

In the year 2021, the number of gas service stations (Only branded gas service stations) nationwide increased by 5 percent to 7,154 stations, of which 731 ESSO gas service stations. Which are 70 gas service stations of which are managed by PTEC, or approximately 9% of ESSO's total gas service stations. Last year there was a huge impact on earnings from interventions in oil prices. Knowing that the global oil demand situation began to increase due to the impact of Covid-19 during the fourth quarter of last year. In addition to the winter caused the price of oil increased and costs increased.

The government's measures that affect PTEC's performance are as follows:

1. Feature adjustment (Specification) of diesel fuel to have a reduced mixture of B100 oil from the original that there were 2 types of diesel, namely B7 and B10, changed to a single type of diesel, B6 then changed back to B7 and changed to B5 until now. In order to reduce the cost of B100 from the situation of high vegetable oil prices. At present, the price of vegetable oil is nearly 60 Baht per liter.
2. Setting the marketing margin not exceeding 1.40 Baht per liter affected the margin of PTEC, which usually has a margin of not less than 1.80 Baht per liter.

3. Setting the selling price of diesel fuel to not more than 30 Baht per liter, whereby the government used the mechanism to determine such prices through oil retailing by companies under government control to raise the price of diesel fuel to not more than 30 Baht per liter, causing the situation where the price adjustments for each brand were not the same. Because many companies cannot bear large losses if they stand the selling price of diesel fuel not more than 30 Baht per liter.
4. Using the oil fund to support the increase or decrease in the price of the gas service station including a major excise tax reduction in February from 5.99 Baht per liter to 3.20 Baht per liter.

The MOPS price or Singapore oil price since the first quarter of last year, the average price had increased to about 60 USD per barrel. Until the last quarter, it went up to nearly 100 USD per barrel. It can be seen that the price increased every quarter. But the opposite of the fourth quarter margin which dropped much lower than usual. This situation had affected PTEC's operating loss in the fourth quarter and continued until the first quarter of this year as well.

In addition there are also situations that severely affect oil prices, especially in the state of war between Russia and Ukraine. The price of oil rose nearly 180 USD per barrel, causing some days to have a negative margin. Which this situation happened in April. But after this, there is a chance that the government may have a policy to adjust the floating of diesel fuel prices in May. Which must consider the direction of the government's policy. How much will affect business operations?

For overall of PTEC's business has continued to grow in sales. Even in the midst of various crisis situations, its sales rose 6 percent with diesel was up to 11 percent. Gasoline was hit by lockdowns causing a 6 percent dropping. And premium oil was down 24 percent. Although PTEC's business outlook was better than that of the industry. But it still has the decreasing effect of gasoline and premium oil. It can be seen that if considering monthly in the first six months, PTEC had sales of the year 2021 higher than the year 2020 every month at an average rate of about 20 percent. But after the government's lockdown crisis since July, including the price fixing causing PTEC to sell oil at higher prices than some companies. As a result, sales declined lower than the year 2020 in the second half of the year.

If considering the performance since the switch to the Esso brand since the end of the year 2017, PTEC's sales have grown steadily every year until last year. Sales increased double. And last year throughput was still slightly higher at about 1.2 percent amid unfavorable circumstances.

The number of stations has been increased to three branches, two branches are in Chonburi province (Mab Eang and Tor Phayom), one branch is in Pathum Thani province (Talad Thai), making a total of 70 branches. Most of which are located in the northeastern region. However, in the past few years, more branches have begun to expand in the east. The remaining branches are scattered in both the north and the central region, Bangkok and its vicinity. In addition PTEC has been able to sweep the Outstanding Service Station Award (SSOY) which Esso has to compete in a total of 5 awards. PTEC has won a total of 5 awards.

Retail business and other services (Non-oil Business) such as revenue from rental space has expanded and some have been affected due to the COVID -19 situation. Therefore, there must be support by easing rents for shops so that he can go through the crisis as well with a reduction in rent. Which reduced revenues and profits. While the revenue from the sale of engine oil continued to increase as the number of branches increased. It can be seen that in the year 2021, non-oil business revenue increased by 16 percent and profit increased by 40 percent. Last year, profit from non-oil business accounted for 24 percent of PTEC's total profit. In addition, in September 2021, PTEC opened a new business, the first coffee shop Coffee Journey, located in Amata Industrial Estate Chonburi province.

At present, the operating results of PTEC had revenues of up to 5,000 million baht in the past year which is higher than the year 2020 due to two parts: higher oil prices and increased sales volume resulting in higher income by 32%. However, the proportion of revenue from non-oil business was relatively low, less than 1%, but the profit was relatively stable. This made last year profit from non-oil business accounted for 24 percent in the year 2022. PTEC has a plan to expand its non-oil business more and will open five more gas stations in Bangkok and its vicinity, four branches and one branch is in Chonburi province. Currently, the branch in Chonburi has opened for business. Bangkok and its vicinities will gradually open in the third quarter and the fourth quarter. It also plans to open seven Coffee Journey coffee shops and three Go fast minimarts, of which Go fast is a minimart that Esso has partnered with. Lotus. And at the beginning of April opened a second coffee shop at Ladprao 134 branch gas service station.

Mr.Bhuwanart Na Songkhla, the Right Protection Volunteer, a proxy from Thai Investors Association who was the Company's shareholder asked how the volatility of oil price at the moment had any effect on the Company's business both in terms of cost and in terms of stock including the exchange rate.

Ms.Kanokporn Jarukulavanich, Managing Director of Pure Thai Energy Company Limited answered that oil price volatility affected PTEC because rising and falling oil prices will affect stock loss/gain, which PTEC has tried to manage and forecast the price in order to have the lowest cost and the least stock loss including there is an opportunity to make stock gains on some occasions. However, what is the obstacle now is retail prices that do not adjust according to market mechanisms. This is a relatively large impact and a high challenge in doing business this year.

Mr.Bhuwanart Na Songkhla, the Right Protection Volunteer, a proxy from Thai Investors Association who was the Company's shareholder inquired in the case of dissolution of RPCG-JV 1 Company Limited, which did real estate business and in which the Company held 100% of the shares. Although there was no any impact. But I would like to know the policy or criteria for considering investment in various businesses of the Company each time, how was prudent, how was business risk assessed so that in the future it will not happen in case of the investment decision has been made and it was cancelled later. Because the chairman of the board stated in the message from the chairman that the Company is still looking forward to alternative investment options in various businesses.

The Chairman replied that RPCG JV1 Company Limited (RPCG-JV1) had an objective to develop real estate projects by buying land around Nuanchan. It is a land that has been offered by brokers to network companies for many

years. But it is facing problems with land rights documents. Because there are many owners. Until the beginning of the year 2021, the broker informed that the land would be ready to be transferred at the price that had been proposed. Which the Company considered that such land is attractive for investment. The Company requested an opinion from a legal advisor and an independent appraiser shall be the appraisal of the said land for consideration. Therefore, the Company must prepare to purchase the said land by establishing RPCG-JV1 Company Limited to request credit lines from financial institutions and request permission to allocate in the future under the terms of the purchase of such land. The Company must not be at risk of land rights documents and obligations in various laws in order to avoid future risks which the said land does not meet the conditions. The Company stopped buying even after receiving a credit line from a financial institution. It can be seen that the Board of Directors has carefully considered, be careful before taking any action. In addition, in any business investment the Company will look at the expertise, experience and determine the rate of return (IRR) at least 12-15% before investing.

Mr.Sathid Visuttinetsgul, a shareholder asked whether the Company had plans to add EV stations in a gas service stations or not.

Ms.Kanokporn Jarukulavanich, Managing Director of Pure Thai Energy Company Limited answered that it is currently negotiating for cooperation with companies that make EV chargers. It is expected that there will be a conclusion within this year of which company to cooperate with.

As there were no further questions or comments, the Chairman asked the meeting to acknowledge the performance of the year 2021. The shareholders do not have to vote in this agenda because it is an agenda for acknowledgement.

Agenda 3: To consider approving the statement financial position, statement of comprehensive income for the year ended on December 31, 2021

The Chairman assigned Mr.Prasit Dheeraratbongkot, Chairman of the Audit Committee to propose the meeting to consider and approve the financial position, statement of comprehensive income for the year ended on December 31, 2021.

Mr.Prasit Dheeraratbongkot said the Audit Committee and the Board of Directors have approved the proposal, the meeting approved the financial statements. Statement of comprehensive income for the year ended December 31, 2021 of the Company, it is correct and complete in accordance with generally accepted accounting standards and sufficient information has been disclosed reasonable. The auditor of the Company has reviewed and certified by expressing an unconditional opinion and noted details appear in details of which can be found "Part 3 Financial Statements" Form 56-1 One Report 2021 in QR Code. According to the documents attached to the financial statements of the Company and the Company has submitted its financial statements to the Stock Exchange of Thailand on February 23, 2022 is completed. And on this occasion, we would like the shareholders to consider the Company's financial statements for the year 2021. These financial statements have been audited already by the auditor.

In the consolidated statement of financial position as of December 31, 2021, the Company and its subsidiaries had total assets of 3,975 million Baht decreased from the previous year by 670 million Baht due to current financial assets, a decrease of 891 million Baht, and short-term loans increased by 152 million Baht and receivables from compensation for quality adjustments, no outstanding balance, Land, buildings and equipment increased by 74 million Baht.

As for the total liabilities of the year 2021, the Company was equal to 1,506 million Baht, a decrease of 1,391 million Baht from the previous year. Mainly due to a decrease of 1,518 million baht from trade accounts payable with PTT and other trade officers with advance payments for gas service station improvements. and has total shareholders' equity equal to 2,469 million Baht.

In the year 2021, the income statement of the Company and its subsidiaries, its main income is from the retail sale of petrol through the gas service stations of Pure Thai Energy Company Limited (PTEC), the Company's core company. The Company's total revenues of 6,407 million Baht, an increase of 2,143 million Baht from the previous year. Mainly from sales revenue increased by 1,325 million Baht, and income from compensation according to judgments of 900 million Baht. In the year 2021, there were costs of sales by 5,148 million Baht, an increase of 1,336 million Baht from the previous year due to oil prices and sales volume increased from the previous year.

And the Company had selling and administrative expenses in the year 2021 equal to 395 million Baht, an increase of 5 million Baht. Compared with the previous year, the selling and administrative expenses were 390 million Baht, which came from selling expenses, staff expenses and gas service station rental. In the year 2022, the Company has a corporate income tax fee increased by 158 million Baht. Thus, in the year 2021, the Company and its subsidiaries had net profit for the Company of 696 million Baht. From the aforementioned information and details shown in the financial statements attached to the annual report for shareholders to consider. If you have any questions, please invite.

Then the Chairman invited the shareholders to raise their questions. When there was no further inquiry from shareholders. The Chairman then asked the meeting to approve the statement of financial position, statement of comprehensive income for the year ended on December 31, 2021. The resolution of this agenda item must be approved by the meeting of shareholders with the majority vote of all shareholders who present and vote. The agenda has additional shareholders attending the vote with 100,000 shares, which increased the sum of shares to 504,891,554 shares.

Meeting resolution

The meeting resolved by majority vote to approved statement of financial position, statement of comprehensive income for the year ended on December 31, 2021 as proposed.

The results of the resolution for Agenda 3 are as follows.

Approval	504,093,352	votes	Equivalent to	99.8419%
Disapproval	798,000	votes	Equivalent to	0.1581%
Abstention	202	votes		
Voided Ballot	-	vote		
Total	504,891,554	votes		

Agenda 4: To consider the appropriation of net income from operating results for the year 2021 and the dividend payment.

The Chairman reported to the shareholders that the Company's dividend payment policy of not less than 50% of the result. In the year 2021, the Company has net profit from its operation in accordance with the separate financial statements in the amount of 707 million Baht and the consolidated financial statements of 696 million Baht.

As of December 31, 2021, the Company had unappropriated retained earnings from its operation in accordance with the separate financial statements in the amount of 664 and the consolidated financial statements of 946 million Baht. According to Section 115 of the Public Limited Companies Act BE 2535 and Article 42 of the Company's Articles of the Association, Companies with an accumulated deficit, the Company shall distribute dividends from the profit in which the Company must not have accumulated losses and allocate net profit to be a reserve fund in an amount of not less than 5% of the annual profit, until the reserve fund reach an amount of not less than 10% of the registered capital of the Company.

Therefore, the Board of Directors deemed it appropriate to propose to the Shareholders' Meeting to consider and approve the dividends payment at the rate of 0.10 Baht per share from the Company's performance in 2021, totaling 130,466,412.50 Baht or 20.77% for the year specified on the separate financial statements or 14.33% of the consolidated statements and propose in the amount of 35,345,077 Baht as legal reserve.

In which the dividend payment for the year 2021 is a dividend payment lower than the Company's policy due to the company has plans to expand business in the future and cash flow. The Company has fixed the date to determine the names of shareholders who shall be entitled to receive the dividend payment (Record Date) on 29 April 2022 and the dividend payment date on 19 May 2022.

The Chairman asked the shareholders whether any shareholder wanted to inquire about the dividend payment for the year 2021. None of the shareholders asked more. The Chairman then asked the shareholders' meeting to approve the dividend payment for the year 2021. The resolution of this agenda item must be approved by the meeting of shareholders with the majority vote of all shareholders who present and vote. In this agenda, there were no additional shareholders attending the meeting. The shareholders attending the meeting totaled 504,891,554 shares.

Meeting resolution

The meeting resolved by majority vote, approved omission of the dividend payment for the year 2021 as proposed. The results of the resolution for Agenda 4 are as follows:

Approval	501,798,952	votes	Equivalent to	99.3875%
Disapproval	3,092,602	vote	Equivalent to	0.6125%
Abstention	-	vote		
Voided Ballot	-	vote		
Total	504,891,554	votes		

Agenda 5: To consider Directors election to replace the Directors who are retired by rotation.

The Chairman informed the meeting that according to the Company's Article of Association No.18, one-third of the Board of Directors must retire at every annual general meeting and if the number cannot be divided by three, the amount must be closest to the number divided by three.

And in accordance with the principles of good corporate governance, Mr.Satja Janetumnugul Mr.Tawat Ungsuprasert and Ms.Pordee Khanistanan, whose term is due which is considered as a stakeholder in this agenda, left the meeting room until the shareholders finished considering this agenda. The Chairman invited Mr.Prasit Dheeraratbongkot, Chairman of the Nomination and Remuneration Committee instead reported to the shareholders' meeting.

Mr.Prasit Dheeraratbongkot, Chairman of the Nomination and Remuneration Committee, said that in selecting the person to be the Director of the Company, must be selected from qualified, experienced and competent individuals, that is beneficial to the Company's operations according to the recruitment process in its entirety. The nominated person must have qualifications and must not be under any prohibition under the law on public limited companies and the notifications of the SEC and the Stock Exchange of Thailand.

For this year, there are 3 retired directors as follows:

- | | | |
|--------------|--------------|----------------------|
| 1. Mr.Satja | Janetumnugul | Director |
| 2. Mr.Tawat | Ungsuprasert | Director |
| 3. Ms.Pordee | Khanistanan | Independent Director |

It was therefore proposed that the shareholders' meeting consider re-electing the three directors who retired by rotation to serve as directors of the Company once again. Since all three directors are considered persons who have complete qualifications according to the Company's regulations and relevant market director announcements and have appropriate knowledge and competence with experience and understanding of the Company's business well and it is evident details and qualifications of the proposed directors appear in Appendix 3 at the end of the invitation letter to the Annual General Meeting of all shareholders has been delivered.

And invited the shareholders to raise questions.

When there was no further inquiry from shareholders. The Chairman then asked the Meeting of Shareholders to consider and approve the re-appointment of the three Directors for another term. For this agenda, shareholders who vote for disapproval or abstention must vote on the ballot for each Director individually. The resolution of this agenda must have majority vote of all shareholders who present and vote. In this agenda, there were no additional shareholders attending the meeting. The shareholders attending the meeting totaled 504,891,554 shares.

The voting results for Agenda 5 individually are as follows:

Meeting resolution

The meeting resolved by majority vote to approve the appointment of three Directors who retired by rotation, namely, Mr.Satja Janetumnugul Mr.Tawat Ungsuprasert and Ms.Pordee Khanistanan for another term. Individual votes are as follows:

Mr.Satja Janetumnugul

Approval	504,891,352	votes	Equivalent to	100.0000%
Disapproval	202	votes	Equivalent to	0.0000%
Abstention	-	vote		
Voided Ballot	-	vote		
Total	504,891,554	votes		

Mr.Tawat Ungsuprasert

Approval	504,891,352	votes	Equivalent to	100.0000%
Disapproval	202	votes	Equivalent to	0.0000%
Abstention	-	vote		
Voided Ballot	-	vote		
Total	504,891,554	votes		

Ms.Pordee Khanistanan

Approval	504,891,352	votes	Equivalent to	100.0000%
Disapproval	202	votes	Equivalent to	0.0000%
Abstention	-	vote		
Voided Ballot	-	vote		
Total	504,891,554	votes		

After the resolution on the appointment of directors, the Chairman invited the directors who had left the meeting back to the meeting room with a summary list of all 7 Board of Directors as the list below:

1. Mr. Satja Janetumnugul Chairman of the Board of Directors
2. Mr. Supapong Krishnakan Director
3. Mr. Tawat Ungsuprasert Director
4. Mr. Suthud Khancharoensuk Director / Member of the Nomination and Remuneration Committee
5. Mr. Prasit Dheeraratbongkot Independent Director / Chairman of the Audit Committee / Chairman of the Nomination and Remuneration Committee
6. Ms. Panicha Pongsivapai Independent Director / Member of the Audit Committee / Member of the Nomination and Remuneration Committee
7. Ms. Pordee Khanistanan Independent Director / Member of the Audit Committee / Member of the Nomination and Remuneration Committee

The name and number of authorized Directors are as follows:

- Any two of Mr.Satja Janetumnugul, Mr.Supapong Krishnakan, Mr.Tawat Ungsuprasert , Mr.Suthud Khancharoensuk signing jointly with the Company's seal affixed.

Agenda 6: To consider approving the Directors' remuneration for the year 2022

The Chairman proposed the Meeting consider approving the remuneration of the Board of Directors for the year 2022 by assigning Mr.Prasit Dheeraratbongkot, the Chairman of the Nomination and Remuneration Committee, proposed the details to the meeting for consideration.

Mr.Prasit Dheeraratbongkot, Chairman of the Nomination and Remuneration Committee said that the remuneration for the board has been carefully considered by the Nomination and Remuneration Committee meeting and the Board of Directors, considering the role and function and responsibility including the performance of the Company. And also compare with other companies in similar businesses. Taking into account the Company's situation is important.

The annual compensation per person of the company's directors is currently lower than the average director's remuneration per person per year of other companies and similar businesses, according to the IOD remuneration survey. At the meeting of the Nominating Committee, they take into account the roles, duties and responsibilities of the Company at present. Performance of the Company including the impact of the current COVID-19 epidemic situation and compare with other companies' remuneration in similar businesses, according to the IOD's Annual Remuneration Survey 2020.

In addition, the Company has a policy to allow directors' bonus to vary according to operating results. In the year 2021, the Company's operating results, Therefore, it was deemed appropriate to propose to the Annual General Meeting of Shareholders to consider approving the remuneration of directors for the year 2022 in the form of meeting allowances and bonuses in the original amount not exceeding 8,000,000 Baht by proposing meeting allowances to the Board of Directors, Audit Committee And the Nomination and Remuneration Committee of the year 2022 has not changed, equal to the year 2021 as follows

	<u>Meeting Attendance Fee</u>	
	Baht / time	
	<u>2021</u>	<u>2022</u>
Chairman of the Board of Director	35,000	35,000
Director and Independent Director	30,000	30,000
Chairman of the Audit Committee	35,000	35,000
Member of the Audit Committee	30,000	30,000
Chairman of the Nomination and Remuneration	35,000	35,000
Member of the Nomination and Remuneration	30,000	30,000

I am a representative of the Nomination and Remuneration Committee request the shareholders 'meeting to approve directors' remuneration in the form of meeting allowances and bonuses as proposed.'

The Chairman invited the shareholders to raise questions. When there were no further questions from the shareholders. The Chairman asked the shareholders' meeting to approve the remuneration of the Directors for the year 2022. The resolution of this agenda item must be approved by the shareholders' meeting with the votes of not less than two-thirds of the total number of votes of the shareholders attending the meeting and entitled to vote. For this agenda, there were no additional shareholders attending the meeting. The shareholders attending the meeting totaled 504,891,554 shares.

Meeting resolution

The meeting resolved by a vote of not less than two-thirds of the total number of votes of the shareholders attending the meeting and entitled to vote, approved the annual remuneration of the Directors for the year 2022 as proposed, in the original amount not exceeding 8,000,000 Baht

The resolution for Agenda 6 are as follows.

Approval	504,891,352	votes	Equivalent to	100.0000%
Disapproval	202	vote	Equivalent to	0.0000%
Abstention	-	vote	Equivalent to	-
Voided Ballot	-	vote	Equivalent to	-
Total	504,891,554	votes		

Agenda 7: To consider the appointment of the Auditor and set audit fees for the year 2022.

The Chairman proposed to the shareholders meeting to consider appointing auditors and set the Company's audit cost for the year 2022 by assigning Mr.Prasit Dheeraratbongkot, Chairman of the Audit Committee to propose details to the meeting for consideration.

Mr.Prasit Dheeraratbongkot, Chairman of the Audit Committee, said that The Audit Committee and the Board of Directors have appointed auditors based on their performance, knowledge and experience in auditing work well, and have a well-established reputation as well understand the nature of the Company's business operations. And the proposed audit fees are suitable for the economic conditions and the business conditions of the Company.

Therefore required that the meeting consider to appoint the auditors from EY Office Limited which currently conduct the financial statement audit of the Company to be the Auditor of the Company for the year 2022, with the following auditors:

1. Ms.Kosum Cha-em C.P.A. Registration No. 6011, or
2. Ms.Vissuta Jariyathanakorn C.P.A. Registration No. 3853, or
3. Mr.Termphong Opanaphan C.P.A. Registration No. 4501

The name list (1) is the Company's auditor from the year 2022, while the name (2) is the Company's auditor from the year 2013 to 2014 and the name (3) has never reviewed or audited the Company's accounts.

By asking any one of the three auditors above to audit and express their opinions of financial statements of the Company, and in case of the named auditors cannot perform their duties, EY Office Limited will find replacement auditors. In 2022, the subsidiaries have external auditors from other firms, which are suitable for the small size of the business. However, the Board of Directors will ensure that the consolidated financial statements are completed on a timely basis. The remuneration are set as follows:

	<u>2021</u>	<u>2022</u>	<u>Increase (Decrease)</u>
Audit fee for the Company	THB 825,000	THB 800,000	(25,000)
Audit fee for subsidiaries	THB 946,000	THB 1,305,000	359,000
Total	THB 1,771,000	THB 2,105,000	THB 334,000

Audit fees in the year 2022 decreased from the year 2021 by 25,000 Baht. Audit fees of subsidiaries increased from the year 2021 of 359,000 Bah, from a subsidiary that has more business expansion, namely Pure Thai Energy Company Limited. It has been added gas service station branch consolidated expansion of the non-oil business. As for SCT Sahaphan Company Limited, there is a joint venture with other investors to engage in construction business and has a new subsidiary, Onward Ventures Company Limited, to engage in microfinance business. It is expected to operate within the second quarter of the year 2022. Which the Audit Committee has considered that the proposed audit fee is suitable for the Company's current transactions and has been approved by the Board of Directors. In addition, the audit fee for the year 2021 above did not include other fees (non-audit fee) in the amount of 8,965 Baht.

The Chairman invited the shareholders to raise questions and as there was no shareholder with any question. The Chairman then asked the Meeting to consider approving the appointment of auditors and set the annual audit fee of the year 2022 as proposed. The resolution of this agenda item must be approved by the meeting of shareholders with the majority vote of all shareholders who present and vote. In this agenda, there were no additional shareholders attending the meeting. The shareholders attending the meeting totaled 504,891,554 shares.

Meeting resolution

The meeting resolved by majority vote, approved the appointment of the Company's auditors. And set the annual audit fee of the year 2022 as proposed.

The voting results for Agenda 7 are as follows:

Approval	501,798,952	votes	Equivalent to	99.3875%
Disapproval	3,092,602	votes	Equivalent to	0.6125%
Abstention	-	vote		
Voided Ballot	-	vote		
Total	504,891,554	votes		

Agenda 8: To consider and approve the amendment to Article 32, 33, 34 and 35 of the Company's Articles of Association.

The chairman to propose agenda of meeting. The details were as follows

The proposed amendment to the Company Articles of Association is to be in accordance with the regulations prescribed under the Emergency Decree on Electronic Meeting, B.E. 2563 (2020), the Meeting should consider the amendment of Article 32, 33, 34 and 35 of the Company's Articles of Association will be replaced with the following sentences as follows:

“Article 32: The Board of Directors must cause an annual ordinary meeting of shareholders to be held within four (4) months from the ending date of the accounting year of the Company.

All other meetings of shareholders apart from the first paragraph shall be called extraordinary meetings. The Board of Directors may summon an extraordinary meeting of shareholders whenever it sees fit.

One or more shareholders holding the aggregate number of shares of not less than ten percent (10) of the total number of shares sold may, by subscribing their names, request the Board of Directors in writing to call the Extraordinary General Meeting at any time, but the reasons for calling such meeting shall be clearly stated in such request. In this regard, the Board of Directors shall proceed to call a meeting of shareholders to be held within forty-five (45) days as from the date the request in writing from the shareholders is received.

In case the board of directors fails to arrange for the meeting within such period under paragraph three, the shareholders who have subscribed their names or other shareholders holding the required aggregate number of shares may themselves call the meeting within forty-five (45) days as from the date of expiration of the period under paragraph three. In such case, the meeting is deemed to be shareholders' meeting called by the Board of Directors and the Company shall be responsible for necessary expenses as may be incurred in the course of convening such meeting and the Company shall reasonable provide facilitation.

In the case where the quorum of the meeting called by the shareholders under paragraph four cannot be constitute as specified in this Article, the shareholders under paragraph four shall jointly compensate the Company the expenses incurred from the meeting.

However, the meeting of shareholders under the first and second paragraphs can be held via electronic, provided that such meeting shall be convened in accordance with the method prescribed under applicable law and regulations at the time, or such relevant law and regulations shall be applied mutatis mutandis. Such Meetings of the Shareholders conducted by electronic means bear the same effects as any meeting which the shareholders attend the meeting at the same venue in accordance with the methods prescribed under the law and these Articles of Association. Every meeting attendee shall be able to view the meeting information which is being presented in the meeting via his/her communication equipment or device throughout the meeting period. And in case of necessity or emergency, the chairman of the meeting and/or the system administrator must be able to immediately cut off the audio and/or video signal of any participant in the system.”

“Article 33 : The Board of Directors shall prepare a notice of the summoning of a meeting of shareholders specifying the place, the date and time, the agenda, and the matters to be proposed to the meeting, together with details as may be reasonable, whereupon it shall be sent to the shareholders and the registrar for acknowledgement not later than seven (7) days before the date fixed for the meeting, and published for three (3) consecutive days not later than three (3) days before the date fixed for the meeting.

The place of meeting may be located in the province in which the principal office of the Company is located or anywhere as determined by the Board of Directors.

If the Shareholders' Meeting is conducted by electronic medias, serving of notice for the meeting and supporting documents maybe made by e-mail, provided that such serving shall be made within the period and the notice of the meeting shall be published in the newspaper for the period prescribed in this paragraph. The Company shall keep the copy of the notice and supporting documents as evidence, which may be kept in the form of electronic data."

"Article 34: For shareholders' meeting, regardless of whether the Shareholders' Meeting is conducted in physical or by electronic means. Not less than twenty-five (25) shareholders and proxies (if any) or not less than one-half of the total shareholders holding not less than one-third (1/3) in the aggregate of the total number of shares sold shall be present at a meeting of shareholders in order to constitute a quorum.

In the event that, within one (1) hour from the time appointed for any meeting of shareholders, the quorum is not present as prescribed, the meeting, if summoned upon the request of shareholders, shall be dissolved. If such meeting had not been summoned upon the request of shareholders, another meeting shall be summoned and a letter of the summoning of the meeting shall be sent to the shareholders not later than seven (7) days before the date fixed for the meeting. At such meeting, no quorum shall be necessary."

"Article 35: For shareholders' meeting, regardless of whether the Shareholders' Meeting is conducted in physical or by electronic means. The Chairman of the Board shall by office be the Chairman of the shareholders meetings. If the Chairman is absent or is unable to perform his duties the Vice-Chairman shall take the chair, if the Vice-Chairman is absent or if there is one but he is unable to perform his duties, the shareholders shall elect one among themselves as the Chairman of the meeting."

In this regard, the person(s) authorized by the Board of Directors to register the amendment of the Articles of Association of the Company with the Department of Business Development, the Ministry of Commerce, shall be empowered to amend or add wordings in accordance with the Registrar's Instruction.

The Chairman invited the shareholders to raise questions.

When there were no further questions from the shareholders. The Chairman asked the shareholders' meeting to approve the amendment to Article 32, 33, 34 and 35 of the Company's Articles of Association. The resolution of this agenda item must be approved by the shareholders' meeting with the votes of not less than three-fourths of the total number of votes of the shareholders attending the meeting and entitled to vote. For this agenda, there were no additional shareholders attending the meeting. The shareholders attending the meeting totaled 504,891,554 shares.

Meeting resolution

The meeting resolved by a vote of not less than three-fourths of the total number of votes of the shareholders attending the meeting and entitled to vote, approved the amendment to Article 32, 33, 34 and 35 of the Company's Articles of Association as proposed.

The resolution for Agenda 8 are as follows.

Approval	504,891,352	votes	Equivalent to	100.0000%
Disapproval	-	vote	Equivalent to	0.0000%
Abstention	202	votes	Equivalent to	0.0000%
Voided Ballot	-	vote	Equivalent to	-
Total	504,891,554	votes		

Agenda 9: Consider other matters

The Chairman invited other shareholders to raise questions. However, there was no further questions from the shareholders. The Chairman thanked the shareholders for their time to attend the meeting and offer opinions that are beneficial to the Company. And closed the meeting.

The meeting was adjourned at 14:50 hrs.



.....
(Mrs. Supanee Tanchaisrinakorn)

Company Secretary

Person who recorded the minutes



.....
(Mr. Satja Janetumnugul)

The Chairman of the Board of Directors