

Minutes of the Annual General Meeting of Shareholders for the year 2024

RPCG Public Company Limited

Tuesday 23 April 2024

via Electronic Means (E-AGM)

Directors in Attendance:

- | | | | |
|----|--------------|----------------|--|
| 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. Napon | Janetumnugul | Director / Managing Director |
| 6. | Ms. Panicha | Pongsivapai | Independent Director / Chairman of the Audit Committee / Chairman of the Nomination and Remuneration Committee |
| 7. | Ms. Pordee | Khanistanan | Independent Director / Member of the Audit Committee / Member of the Nomination and Remuneration Committee |
| 8. | Ms. Chanida | Pattanotai | Independent Director / Member of the Audit Committee / Member of the Nomination and Remuneration Committee |

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

Executive member presented:

- | | | | |
|----|--------------|------------------|---|
| 1. | Mrs.Supanee | Tanchaisrinakorn | GM-Finance & Administration Function and Company Secretary |
| 2. | Ms.Kanokporn | Jarukulavanich | Managing Director of Pure Thai Energy Company Limited
(via electronic media) |
| 3. | Ms.Kallaya | Klaithong | GM-Business Development Function |

Other attendants:

1. Ms.Kosum Cha-em Accounting auditor from EY Office Company Limited.
2. Peerapat Foithong, Ph.D. The legal advisor from Stato Public Law Company Limited. And an independent counselor, to serve as an inspector for the vote counting.
3. Representative from Thai Investors Association (Volunteer for Shareholders Rights Protection) (via electronic media)
4. 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 2.00 p.m.

Mr. Satja Janetumnugul, the Chairman of the Board of Directors ("Chairman"), welcomed the shareholders to the Annual General Meeting of the Shareholders for the year 2024 and informed the meeting that the Board of Directors deemed it appropriated to hold the 2024 Annual General Meeting of Shareholders through only electronic media. According to the rules, legal requirements relating to meetings through electronic media. In this meeting, the Company has used the electronic meeting platform system of Quidlab Co., Ltd. that is in accordance with systems boasted standards in agreement with the terms and procedures stated under the Electronics Meetings Act of 2021 and the Ministry of Digital Economy and Society announcement on the standards for electronics meeting security and 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 the company also recorded images of the meeting as video media in this meeting

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 1 shareholder attending the meeting in person, representing 48,476,900 shares and 30 proxies attending, representing 513,046,269 shares, totaling 31 shareholders, representing 561,523,169 shares or 43.0397 percent 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 2024.

Before entering the agenda, the Chairman has informed the meeting that if shareholders have any questions, they can type and submit questions on every agenda in advance by clicking the symbol "Message box" on the left - hand side of the computer in order for shareholders to see the chat screen to ask questions. They can type a message to ask and press the "Send" button to confirm the message to the company. In addition, shareholders can click on the raise hand symbol. Then wait for a signal from the company. After receiving the notification signal, have shareholders turn on the camera and turn on the microphone to ask their questions in another way and after summarizing the contents of each agenda, there will be an opportunity for shareholders to ask questions about issues related to that agenda. For other questions that are not related or apart from the agenda, there will be read and clarified in agenda 8. Consider other matters at the end of the meeting, in the case where there are a large number of questions and cannot be answered completely within time, the company will consider collecting the responses and disclosing them in the meeting minutes or through the company's website as appropriate.

The Chairman has invited Mr. Napon Janetumnugul Managing Director to conduct the meeting according to the agenda from the meeting invitation letter.

Mr. Napon Janetumnugul, Managing Director, gave an opening speech of the meeting and introduced each of the 8 members of the Board of Directors attending the meeting individually. Participants at the meeting are the Executive and the Chief Executive of Accounting and Finance and Company Secretary, the Company's auditor from EY Office Company Limited, legal advisor from Stato Public Law Company Limited And an independent counselor, to serve as an inspector for the vote counting. And representatives from the Thai Investors Association. They acted as observers at this Annual General Meeting of Shareholders to ensure that the shareholders' meeting is transparent and compliant with laws and regulations.

In order to promote good corporate governance and to treat all shareholders equally. Before this Annual General Meeting of Shareholders, the Company has given the opportunity to shareholders to propose agenda items and names of qualified persons to be considered for election as a Director of the Company and send questions about the meeting agenda in advance. The Company has notified shareholders through communication channels on the Company's website from September 5, 2023 - November 30, 2023. It appeared that no shareholder nominated a person to be considered for election as a Director of the Company or propose additional agenda to the Company in any way. Then clarified details about the voting procedures, and the counting of the voting results for each agenda of this meeting for all shareholders to know. According to the meeting documents that the Company has been published on the Company's website and informed to the Stock Exchange of Thailand on March 22, 2024 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 in the system. 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 had one minute for shareholders and a countdown time was shown on the presentation screen to vote. 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 and 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.

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 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 basis for calculation and voting for each agenda item. The shareholders will be given an opportunity to ask questions relevant to that particular agenda item in advance. You can type and send questions from the menu in the message box in the system. And after summarizing the contents of each agenda to acknowledge, there was an opportunity for the shareholders to ask questions related to that agenda as well. Each agenda had one minute to type a question with a countdown time shown on the presentation screen, which could pre-type questions. 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 8 regarding other matters at the end of the meeting.

Then, Mr.Napon Janetumnugul, Managing Director proposed the meeting to consider the agenda as specified in the invitation letter of the Annual General Meeting of Shareholders as follows:

Agenda 1: To consider and endorse the Minutes of the Annual General Meeting of Shareholder for the year 2023 held on April 20, 2023

The Managing Director proposed the meeting to consider certifying the minutes of the year 2023 Annual General Meeting of Shareholders held on April 20, 2023, as detailed in the copy of the minutes sent to the shareholders together with the invitation letter for this meeting.

After that, the Managing Director gave the shareholders an opportunity to ask questions and express their opinions on this agenda. There was no shareholder asking questions and expressing opinions on this agenda. The Managing Director asked the meeting to vote and informed the meeting that 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. Resulting in the meeting attendance of 31 shareholders for a total of 561,523,169 shares or 43.0397% of the total sold shares of the Company.



Meeting Resolution

The meeting resolved by majority vote of the total number of votes of shareholders who attend and vote. It was approved the proposed minutes of the Annual General Meeting of Shareholder for the year 2023 held on April 20, 2023.

The voting results for the 1st Agenda are as follows:

Approval	513,046,269	votes	Equivalent to	100.0000	percent
Disapproval	0	vote	Equivalent to	0.0000	percent
Abstention	48,476,900	vote			
Voided Ballot	0	vote			
Total	561,523,169	votes			

Agenda 2: To acknowledge the report of the Company's operational results for the year 2023

The Managing Director has said that Pure Thai Energy Company Limited or PTEC, which is the core company of the company. In the past year, there has been an expansion of gas station branches. Currently there are 75 branches and the operating results are improving and at the same time has invited Miss Kanokporn Jarukulwanit, Managing Director of Pure Thai Energy Company Limited, who attended the meeting via electronic media will be the person who summarizes the results of operations and the details were reported as follows:

Ms. Kanokporn Jarukulavanich, Managing Director of Pure Thai Energy Company Limited (PTEC), reported that the PTEC has had an important change regarding its trading partner, ESSO (Thailand) Public Company Limited, due to Bangchak Corporation Public Company Limited (BCP) ("Bangchak") announced the purchase of shares in ESSO (Thailand) Public Company Limited ("ESSO (Thailand)") in January 2023, and paid for the shares, made CIC on September 1, 2023, and later changed the name of the company "ESSO (Thailand)" to " Bangchak Sriracha PCL" (BSRC), which had an impact in various areas, including using the Esso brand for only 2 more years. However, in the past year, the overall picture of the industry situation and the company's operating results have been important issues, as follows:

1. The world situation is volatile

Average oil market price announced by Platts in Singapore or MOPS (Mean of Platts) prices in 2023 to fluctuate from many factors, especially from the ongoing Ukrainian-Russian war. and the Middle East war including the reduction of OPEC production capacity and decreased demand from China thus causing the price of diesel fuel in the past year fluctuates with the lowest price being \$83.4 and the highest price being \$128.8. The average price is \$104/barrel and the company has it efficiently in order to have the least impact on the company.

2. The Cabinet has resolved to freeze the retail price of diesel fuel from the end of 2022 by using the Oil Fund mechanism to manage costs resulting in a decrease in Margin.

3. In 2023, the number of service stations with brands increased by 5.4%. Rankings 1-3 include PTT Oil and Retail Business (OR) PTG Energy Public Company Limited (PTG) and Bangchak Corporation Public Company Limited (BCP), which have 2,684 service stations, 2,284 stations, and 2,219 stations BCP+ESSO), respectively.

Sales volume through service stations in 2023 for the entire country increased by 2.2% with diesel sales volume increasing by 1.9% and gasoline sales volume increasing by 3.6%, while premium oil sales volume decreased by 10.3%, and in the 4th quarter of 2023, it was lower than the same quarter of the previous year. The reason was that demand in 2022 saw an unusually large amount of diesel used to produce electricity.

4. In 2023, PTEC has opened three additional service stations, namely Branch 117, Sam Khok District, Pathum Thani Province opened in January 2023, Branch 118, Sala Klang Subdistrict, Nonthaburi Province. which opened in February 2023 and is the 119th branch Sakae Ngam, Bangkok Province which opened in March 2023, making it a total of 75 branches at the end of 2023, mostly in the Northeastern region, there are 24 branches at the Eastern region, 16 branches at the Northern region, 12 branches at the Bangkok and surrounding areas, 12 branches. At the Central region with nine branches and Western region with 2 branches.

In terms of sales, PTEC grew 9.3%, which is higher than the industry's growth rate, which grew 2.2%. In addition, 74% of PTEC's sales come from diesel fuel. The remaining 25% and 0.4% are gasoline and premium oil, respectively. It can be seen that after the brand was changed to ESSO 6 years ago making PTEC's operating results improved sequentially. Therefore, an expansion has continued every year from the original 60 branches in 2018, it has now increased to 75 branches. PTEC has sales from 2018 when the brand changed to Esso at 119.2 million liters to 263.1 million liters or equivalent to a growth rate of 120 % in 2023, there is also growth of throughput, which is from 2018. There is a throughput of approximately 166,000 liters per branch per month. Thus, increased to 290,000 liters per branch per month in 2023 or equivalent to a growth rate of 75%.

For the non-oil business, PTEC had a rental space business that grew 19 % last year with an income of 11.91 million baht and engine oil grew 2 % with an income of 5.98 million baht. In 2023, the coffee shop named "Coffee Journey", which is a coffee brand of ESSO cooperates with The Minor Food Group Public Company Limited. Currently, there are three branches and no expansion of additional branches because we have to wait for the conclusion of negotiations between BCP and Minor Group.

PTEC's operating results have an income of 8,250 million baht, meaning operating profits before interest, taxes, and depreciation and amortization (EBITDA) of 95.2 million baht and net profit of 32.9 million baht, a decrease of 22 million baht from the previous year. It can be seen that PTEC has continued growth in both sales and profits. As a result, PTEC is able to pay dividends to the parent company (RPC) with an interim dividend paid on February 28, 2024 in the amount of 28 million baht.

For 2024, PTEC has again opened three new service stations, which opened in 1st quarter and 2nd quarter, which was the last lot to sign a contract with Esso Company before the news of Bangchak PCL purchasing Esso Company Limited. The newly opened branch has changed name to Bangchak brand, including branch Number 120, Khao Lam Khiri, Chonburi Province which opened in February 2024, branch number 121 Lamphun District, Lamphun Province, which opened in March 2024, and branch number 112, Nikhom Phatthana, Rayong Province, which opened in April 2024. For branch expansion, it is in the process of negotiating with the trading partner, Bangchak Sriracha (BSRC). If there is clarity, the company will be further expansion of service stations in order for another important



strategy that will be driven in 2024. Sustainability management or ESG, which has which has environmental, social and governance elements. The Company has installed Solar Rooftop at service stations to reduce costs in of electricity including installing EV Chargers at some service stations. This is likely to expand the installation. However, the company has expertise in station management for 26 years and is committed to expanding the business beyond just opening service stations. Its subsidiary company: SCT (Sahapan Company Limited) is a company that will continue to expand in the new business growth of the Company.

Then the Managing Director has also reported that this is because RPCG Public Company Limited (RPC) has changed its investment in Sammakorn Public Company Limited (SAMCO), which operates a real estate development business from an associate company to a subsidiary company since January 1, 2023, because the company have the right to control and reported SAMCO's operating results for the year 2023, starting with the Thai economy in 2023, GDP expanded 1.9 %, decreasing from 2022 which expanded 2.6 %, mainly from shrinking exports 1 % and public investment decreased by 4.6 %. In addition, the number of tourists returning to the country even though there are still not as many numbers as before Covid-19 outbreak. The cost per person per trip for tourists has decreased to 36,000 baht per person. Other important events last year, the policy interest rate has been adjusted up to 2.5%, an increase of 0.5% from the previous year and according to the Bank of Thailand, as of the 4th quarter of 2023, household debt is still at a high level accounting for 91.3% of GDP, all of these are some of the factors that cause the real estate market to be affected. It can be seen that the number of units that have transferred ownership amount of value of transfer of ownership of residences in Bangkok area and the perimeter decreased.

Real estate development business for the real estate market, the value of residential ownership transfers in Bangkok and surrounding areas in 2023 decreased by 4.2% from 2022, single houses decreased by 5.7%, townhouses decreased by 9%, semi-single houses decreased by 6.1%, and commercial buildings decreased by 4.1%. If considering housing ownership transfer units in the same direction, in Bangkok and surrounding areas decreased by 8.8 %, single houses decreased by 14.1%, townhouses decreased by 10.8%, semi-single houses decreased by 11.5%, and commercial buildings decreased. 13.6% (Source: Real Estate Information Center (REIC)).

There are 12 SAMCO projects sold in 2023 in the western zone. And in the eastern zone of Bangkok as follows: Western Zone, including Mitti Ratchapruet - 345 Project, Mitti Ratchapruet - 346 Project, Sammakorn Project Chaiyapruet-Wongwaen Avenue and Sammakorn Project Chaiyapruk Chaengwattana, Eastern zone includes Sammakorn Rangsit Klong 7 Project, Sammakorn Prime 7 Project, Mitti Lamlukka - Klong 6 Project, Sammakorn Avenue Ramintra-Wongwaen Project. Sammakorn Project Avenue Suvarnabhumi, ANAPANA - Lad Krabang Project, Providence Lane Project, Park Heritage Project. There are 16 projects for sale in 2024 and under development, with two new projects replacing old projects that will all be closed for sale in 2023, and there are projects under development that will open for sale in 2025.

SAMCO operates three main businesses: real estate development business, rental space business, and food and bakery business. The company's income in 2023 had a total income of 2,003 million baht, a decrease from last year, which in 2022 had a total income of 2,404 million baht, mainly due to a decrease in the house and land sales

business. Net profit from the consolidated financial statements in 2023 is equal to 34.70 million baht, which decreased from 2022 with a net profit of 112.60 million baht.

Then the Managing Director invited the shareholders to raise their questions. When there was no further inquiry from shareholders. The Managing Director then asked the meeting to acknowledge the performance of the year 2023. 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, 2023

The Managing Director stated to invite Ms.Panicha Pongsivapai, 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, 2023.

Ms.Panicha Pongsivapai 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, 2023 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 2023 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, 2024 is completed. And on this occasion, we would like the shareholders to consider the Company's financial statements for the year 2023. These financial statements have been audited already by the auditor.

In the consolidated statement of financial position as of December 31, 2023, the Company and its subsidiaries had total assets equal to 9,015 million baht, an increase of 4,884 million baht from the previous year, most coming from real estate project development costs, which increased to 4,651 million baht, land awaiting development has increased by 198 million baht, investment real estate increase of 1,015 million baht, current financial assets from investment units in mutual funds decreased of 242 million baht, and investments in associated companies decreased of 1,248 million baht from changing types of investments in Sammakorn Public Company Limited.

As for the total liabilities of the Company in 2023 and its subsidiaries equal to 5,018 million baht, an increase of 3,341 million baht from the previous year, mainly due to the inclusion of SAMCO's liabilities in the consolidated statement of financial position. Total shareholders' equity was 3,996 million baht, an increase of 1,543 million baht, mainly as a result of having non-controlling stakeholders of the subsidiary or SAMCO in the amount of 1,517 million baht.

In 2023, the revenue structure of the company and subsidiaries come from the retail oil distribution business through gas stations of Pure Thai Energy Company Limited (PTEC) and the real estate development business of Sammakorn Public Company Limited.

The Company and its subsidiaries had total income of 10,280 million baht, compared to last year's total income of 7,853 million baht, an increase of 2,427 million baht, or 31 % from changing the type of investment of Sammakorn Company Limited thus causes the company has increased income from the real estate business. The total sales income was 10,029 million baht, consisting of 8,251 million baht from oil sales, 1,758 million baht from real estate sales, and 1,758 million baht from sales of Bakery 20 million baht respectively. In addition, the company and its subsidiaries also had service income increased by 113 million baht and rental income increased by 88 million baht compared to the previous year.

The company and its subsidiaries have cost of sales, cost of services. And rental costs totaling 9,275 million baht, resulting in a gross profit of 970 million baht, equivalent to a gross profit margin of 9.5 %, and sales and administrative expenses of 835 million baht, with an operating profit of 120 million. Baht, equivalent to an operating profit margin of 1.2%.

In addition, the Company and its subsidiaries have financial costs of 50 million baht, income tax of 24 million baht, and after deducting profits belonging to stakeholders who do not have control over the subsidiary, it is 24 million baht. In 2023, the company and its subsidiaries Therefore, a net profit for the company equivalent to 27.80 million baht.

Then the Managing Director invited the shareholders to raise their questions. When there was no further inquiry from shareholders. The Managing Director then asked the meeting to approve the statement of financial position, statement of comprehensive income for the year ended on December 31, 2023. 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. Resulting in the meeting attendance of 31 shareholders for a total of 561,523,169 shares or 43.0397% of the total sold shares of the Company.

Meeting resolution

The meeting resolved by majority vote of the total number of votes of shareholders who attend and vote. It was approved the statement of financial position, statement of comprehensive income for the year ended on December 31, 2023 as proposed.

The voting results for 3rd Agenda are as follows:

Approval	513,046,269	votes	Equivalent to	100.0000	percent
Disapproval	0	vote	Equivalent to	0.0000	percent
Abstention	48,476,900	votes			
Voided Ballot	0	vote			
Total	561,523,169	votes			



Agenda 4: To consider the appropriation of net income from operating results for the year 2023 and the dividend payment.

Managing Director has reported to the shareholders that there is a policy of the company to pay dividends of not less than 50 % of the operating results. In 2023, the company has a net operating profit according to the separate financial statements, the amount is 32 million baht to the consolidated financial statements and the amount is 27.80 million baht.

As of December 31, 2023, the Company has unallocated retained earnings that separated from financial statements which are equal to 521 million baht and consolidated financial statements are equal to 925 million baht, which is in accordance with Section 115 of the Public Limited Companies Act B.E. 2535 ("Public Companies Act") and Article 42 of the Company's Regulations, which stipulates that the company pays dividends from profits. The company must not have accumulated losses and the company must allocate part of its profits as a reserve fund in an amount not less than 5 % of the annual net profit deducted by the accumulated losses brought forward until this reserve fund reaches 10 % of the registered capital of that company.

The Board of Directors therefore came with a resolution in the meeting should consider that it was appropriate paying dividends from the results of operations in year 2023, retained earnings have not yet been allocated at the rate of 0.04 baht per share, representing a total dividend payment of 52,186,565 baht or 165.53 % of the net profit from the separate financial statements. Or equivalent to 187.75 % of net profit from the consolidated financial statements. The 2023 operating results and retained earnings have not yet been allocated through paying corporate income tax at the rate of 20%, which individuals are entitled to dividend tax credits according to Section 47 bits of the Revenue Code and propose to consider and approve the allocation of profits as a legal reserve in the amount of 1,576,384 baht.

The Company has fixed the date to determine the names of shareholders who shall be entitled to receive the dividend payment (Record Date) on May 2, 2024 and the dividend payment date on May 21, 2024.

The Managing Director asked the shareholders whether any shareholder wanted to inquire about the dividend payment for the year 2023. None of the shareholders asked more. The Managing Director then asked the shareholders' meeting to approve the dividend payment for the year 2023. 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. Resulting in the meeting attendance of 31 shareholders for a total of 561,523,169 shares or 43.0397% of the total sold shares of the Company.

Meeting resolution

The meeting resolved with a unanimous vote of the total number of votes of shareholders attending the meeting and having the right to vote. It was approved the dividend payment for the year 2023 as proposed.



The voting results for the 4th Agenda are as follows:

Approval	561,523,169	votes	Equivalent to	100.0000	percent
Disapproval	0	vote	Equivalent to	0.0000	percent
Abstention	0	vote			
Voided Ballot	0	vote			
Total	561,523,169	votes			

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

The Managing Director 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. Panicha Pongsivapai, which is considered as a stakeholder in this agenda, left the meeting room until the shareholders finished considering this agenda. The Managing Director stated to invite Ms. Chanida Pattanotai, member of the Nomination and Remuneration Committee instead reported to the shareholders' meeting.

Ms. Chanida Pattanotai, member of the Nomination and Remuneration Committee, reported to the meeting that there were three Directors who retired by rotation, namely are Mr. Satja Janetumnugul, Mr. Tawat Ungsuprasert and Ms. Panicha Pongsivapai, by the Board of Directors of the Company considered based on the opinion of the Nomination and Remuneration Committee. It was resolved that all three Directors returned.

For this year, there are three Directors who are due to retire by rotation, as follows:

1. Mr. Satja Janetumnugul Chairman of the Board of Directors
2. Mr. Tawat Ungsuprasert Director
3. Ms. Panicha Pongsivapai 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 The Notification of the Capital Market Supervisory Board No. TorJor. 39/2559 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 the Managing Director invited the shareholders to raise their questions.

When there was no further inquiry from shareholders. The Managing Director then asked the Meeting of Shareholders to consider and approve the re-appointment of the three Directors who are due to retire by rotation. For this agenda, shareholders who vote for disapproval or abstention must vote 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. Resulting in the meeting attendance of 31 shareholders for a total of 561,523,169 shares or 43.0397% of the total sold shares of the Company.

The voting results for the 5th Agenda individually are as follows:

Meeting resolution

The meeting resolved with a unanimous vote of the total number of votes of shareholders attending the meeting and having the right to vote. It was approved to appointment of three Directors who retired by rotation, namely, Mr.Satja Janetumnugul Mr.Tawat Ungsuprasert and Ms.Panicha Pongsivapai for another term. Individual votes are as follows:

Mr.Satja Janetumnugul

Approval	561,523,169	votes	Equivalent to	100.0000	percent
Disapproval	0	vote	Equivalent to	0.0000	percent
Abstention	0	vote			
Voided Ballot	0	vote			
Total	561,523,169	votes			

Mr.Tawat Ungsuprasert

Approval	561,523,169	votes	Equivalent to	100.0000	percent
Disapproval	0	vote	Equivalent to	0.0000	percent
Abstention	0	vote			
Voided Ballot	0	vote			
Total	561,523,169	votes			

Ms.Panicha Pongsivapai

Approval	561,523,169	votes	Equivalent to	100.0000	percent
Disapproval	0	vote	Equivalent to	0.0000	percent
Abstention	0	vote			
Voided Ballot	0	vote			
Total	561,523,169	votes			

After the resolution on the appointment of directors, the Managing Director invited the directors who had left the meeting back to the meeting room. Along with a summary of the names of the Company's Board of Directors, a total of 8 people, as follows:

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 / Nomination and Remuneration Committee Member



5.	Mr. Napon	Janetumnugul	Director
6.	Ms. Panicha	Pongsivapai	Independent Director / Chairman of the Audit Committee / Chairman of the Nomination and Remuneration Committee
7.	Ms. Pordee	Khanistanan	Independent Director / Member of the Audit Committee / Nomination and Remuneration Committee Member
8.	Ms. Chanida	Pattanotai	Independent Director / Member of the Audit Committee / Nomination and Remuneration Committee Member

The names and number of directors authorized to sign with the binding company are as follows:

- Mr. Satja Janetumnugul, Mr. Supapong Krishnakan, Mr. Tawat Ungsuprasert, Mr. Suthud Khancharoensuk, Mr. Napon Janetumnugul, two of these five directors jointly sign and affix the company seal.

Agenda 6: To consider approving the Directors' remuneration for the year 2024

The Managing Director proposed the Meeting consider approving the remuneration of the Board of Directors for the year 2024 by stated to invite Ms. Panicha Pongsivapai, Chairman of the Nomination and Remuneration Committee, proposed the details to the meeting for consideration.

Ms. Panicha Pongsivapai, 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.

In the year 2024, the remuneration of Directors will be divided into 3 forms: monthly remuneration, meeting allowance and bonus, whereby the bonus payment will vary according to the performance and dividend payment to shareholders. As for the remuneration of sub-committees, it is in the form of meeting allowances only. The remuneration of Directors is the same amount as the previous year at 8,000,000 Baht.

In this regard, the annual remuneration of the Directors of the Company at present is lower than the average Director remuneration per person per year of companies in similar businesses according to the year 2022 Director Compensation Survey Report of the Thai Institute of Directors Association (IOD).

By offering monthly remuneration rate, meeting allowances to the Board of Directors, Audit Committee and the Nomination and Remuneration Committee for the year 2024 as follows:

Committee / Position	Year 2023 (Total amount of 8 Million Baht)			Year 2024 (Total amount of 8 Million Baht)		
	Monthly remuneration	Meeting allowance	Bonus	Monthly remuneration	Meeting allowance	Bonus
Board of Directors			The board of directors' meeting resolved to refrain from paying.			Shall vary depending on operating performance and dividend payment.
Chairman	20,000	20,000		20,000	20,000	
Director (per person)	15,000	15,000	15,000	15,000		
Audit Committee						
Chairman	-	35,000	-	-	35,000	-
Director (per person)	-	30,000	-	-	30,000	-
Remuneration and Nomination Committee						
Chairman	-	35,000	-	-	35,000	-
Director (per person)	-	30,000	-	-	30,000	-

The Managing Director invited the shareholders to raise questions. When there were no further questions from the shareholders. The Managing Director asked the shareholders' meeting to approve the remuneration of the Directors for the year 2024. 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. Resulting in the meeting attendance of 31 shareholders for a total of 561,523,169 shares or 43.0397% of the total sold shares of the Company.

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 having the right to vote, approved the annual remuneration of the Directors for the year 2024 as proposed, in the original amount not exceeding 8,000,000 Baht.

The voting results for the 6th Agenda are as follows:

Approval	513,046,269	votes	Equivalent to	91.3669	percent
Disapproval	0	vote	Equivalent to	0.0000	percent
Abstention	48,476,900	votes	Equivalent to	8.6331	percent
Voided Ballot	0	vote	Equivalent to	-	
Total	561,523,169	votes			

Agenda 7: To consider the appointment of the Auditor and set audit fees for the year 2024

The Managing Director proposed to the shareholders meeting to consider appointing auditors and set the Company's audit cost for the year 2024 by stated to invite Ms.Panicha Pongsivapai, Chairman of the Audit Committee to propose details to the meeting for consideration.

Ms.Panicha Pongsivapai, 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, it is required that the meeting consider appointing the auditors from EY Office Limited, which currently conducts the financial statement audit of the company, to be the auditors of the company for the year 2024, with the following auditors:

1. Ms.Kosum Cha-em C.P.A. Registration No. 6011, or
2. Ms. Kunlapee Piyawannasuth C.P.A. Registration No. 6137, or
3. Mr.Termphong Opanaphan C.P.A. Registration No. 4501

The name list (1) is the Company's auditor from the year 2022-2023 for a total of 2 years, while the name (2) 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 2024, 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>2023</u>	<u>2024</u>	<u>Increase (Decrease)</u>
Audit fee for the Company	THB 870,000	THB 950,000	80,000
Audit fee for subsidiaries	THB 1,572,000	THB 1,608,000	36,000
Total	<u>THB 2,442,000</u>	<u>THB 2,558,000</u>	<u>THB 116,000</u>

Audit fees of the Company in the year 2024 increased from the year 2023 by 80,000 Baht. Audit fees of subsidiaries increased from the year 2023 of 36,000 Baht, Total amount of Audit fees in the year 2024 increased from the year 2023 by 116,000 Baht comes from business with investment expansion and the complexity and need to understand the accounting system and control increased from the previous year. The Board of Directors will supervise and monitor the preparation of specific financial statements and the consolidated financial statements can be performed accurately, completely and on time. 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 2023 above did not include other fees (non-audit fee) in the amount of 56,986 Baht. In the year 2024 it will be paid on actual basis.

The Managing Director invited the shareholders to raise questions and as there was no shareholder with any question. The Managing Director then asked the Meeting to consider approving the appointment of auditors and set the annual audit fee of the year 2024 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. Resulting in the meeting attendance of 31 shareholders for a total of 561,523,169 shares or 43.0397% of the total sold shares of the Company.

Meeting resolution

The meeting resolved by majority vote of the total number of votes of shareholders who attend and vote. It was approved to appointment of the Company's auditors. And set the annual audit fee of the year 2024 as proposed.

The voting results for the 7th Agenda are as follows:


Approval	513,046,269	votes	Equivalent to	100.0000	percent
Disapproval	0	votes	Equivalent to	0.0000	percent
Abstention	48,476,900	votes		-	
Voided Ballot	0	vote		-	
Total	561,523,169	votes			

Agenda 8: Consider other matters

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

The meeting was adjourned at 3.13 p.m.


.....
(Mrs. Supanee Tanchaisrinakorn)
Company Secretary
Person who recorded the minutes


.....
(Mr. Satja Janetumnugul)
The Chairman of the Board of Directors