# (Translation)

# UAC Global Public Company Limited Minutes of the 2023 Annual General Meeting of Shareholders

The Meeting was held on April 7, 2023 at 14.00 hrs. via Electronic Means According to the Emergency Decree on Electronic Meeting B.E. 2563. Mr. Paiboon Sareewiwatthana, Chairman of the Company were Chairman of the Meeting.

The Company welcomed the shareholders and introduced the Directors, Representative of Auditor and Legal Advisor as follows;

Directors in attendance (The Company has 7 directors, total of whom were present or 100% of the board):

Directors of the Company attending the meeting at the E-meeting studio

1. Mr. Kitti Jivacate	Vice Chairman / Chairman of the Executive Committee
2. Mr. Chatchaphol Prasopchoke	Director / Chief Executive Officer & President
3. Miss Nilrat Jarumanopas	Director / Chief Financial Officer

Directors of the Company attending the meeting via electronic channel

1. Assoc.Pro.Dr. Paiboon Sareewiwatthana	Chairman of the Company
2. Assoc.Pro.Dr. Aekkachai Nittayakasetwat	Vice Chairman / Independent Director / Chairman of the Audit
	Committee / Chairman of the Corporate Governance Committee
3. Assoc.Pro.Dr. Paritud Bhandhubanyong	Independent Director / Chairman of Risk Management
	Committee
4. Miss Jeerapan Jinda	Independent Director / Chairman of Nomination and Remuneration
	Committee

#### Representative of Auditor:

1. Miss Jutamart Chiangburom	EY Office Limited (Join Online)

# Legal Advisor:

1. Mr. Somyod Suteerapornchai

Wayu and Partners Company Limited (E-meeting Studio)

The Company informed the meeting of the governing rules of shareholder meetings described in detail as follows:

The 2023 Annual General Meeting of Shareholders via electronic meeting was conducted by means of video conferencing with QuidLab Co. Ltd., a service provider certified by Electronic Transactions Development Agency, as the system controllers whereby the standards comply with the conditions and methods stipulated in Royal Decree on Electronic Media Conference B.E. 2563 (2020) and the Notification of Ministry of Digital Economy and Society on Standards for

Maintaining Security of Meetings via Electronic Means B.E. 2563 (2020). The Company has recorded the meeting in the form of video media for dissemination on the Company's website.

Practice for voting

- Voting at the meeting, all shareholders will have the same number of votes as the number of shares they hold, counting 1 share for 1 vote.
- Voting for each agenda is done openly. Shareholders or proxies must vote only one way: agree, disagree, or abstain.
   Voting cannot be divided into portions.
- The company gives approximately 1 minute for voting.

### How to vote

- In case shareholder wants to vote, please click the voting menu (the check mark symbol) on the menu bar that appears on the left and select voting in each agenda that can be voted on.
- Select voting for each agenda by clicking on one of the buttons: agree, disagree or abstain, then press "Send". Once the voting has been submitted, the shareholder will receive a pop-up of the "Vote submitted successfully" alert.
- In case the shareholder enters the system and does not click on any button on the voting menu, the vote will be automatically resolved as agree.
- You can vote, change your vote, or amend your vote in each agenda until the meeting announces that voting for that agenda is closed.
- For security reasons, each user can sign in on only one device and if they are logged in on another device or browser on the same computer. Previous sign-ins are automatically cut off. Username and password are not allowed to be shared with anyone else.
- For the shareholders who have requested Username and Password for attending E-AGM meetings and delivered Proxy form B which has already been voted on, voting will not be available. However, the shareholders can view the meeting and ask questions.

# Vote Counting Guidelines

- Under Article 38 of the Company's Regulations, in normal case, a resolution of the meeting will be decided by the majority votes of the shareholders who present and vote at the meeting, except for agenda item 1 which involves matter for acknowledgement and require no resolution. Agenda item 5 to approve by voting at least two third of all shareholders who present and vote at the meeting, agenda item 7 has to approve by voting at least three fourth of all shareholders who present and vote at the meeting and agenda item 8 depends on matters to be proposed by the shareholders. In case of the shareholders request to consider other matter, which is not included in the Invitation Letter, those shareholders must have number of shares not less than one third of paid-up shares or 222.54 million shares.
- Counting the votes in each agenda will count the votes of shareholders at the meeting who vote in disagree and/or abstain and deduct from the total number of votes of shareholders at the meeting. The remainder is considered to vote as agree. The vote counting includes the votes that already specified in the proxy form which was recorded in advance.

• Notification of the resolutions will indicate the vote as agree, disagree, and abstain. Each agenda uses the number of shares of the latest attendees, so the number of attendees in each agenda is subject to change and may not be the same.

# General Practices

- Before voting on each agenda, the attendees will be allowed to ask question related to such agenda as appropriate.
- For questions or opinions which are not related to such agenda should be asked or commented on "Other Matters" at the end of the meeting in order to well manage the meeting in due course.
- In case the shareholders have difficulty in entering the meeting or voting system, please follow the guidelines for the meeting in accordance with the requirements notified by the Company or contact the staff at 02-013-4322, mobile phone 080-008-7616 or email: info@quidlab.com

To follow good practices at the shareholders' meeting of listed companies regarding the counting of votes at this meeting, the Company invited Mr. Somyod Suteerapornchai, Legal Advisor, for inspecting of counting votes and overseeing the shareholders' meeting in accordance with the laws and regulations of the Company.

After that, Legal Advisor informed the meeting that there were 19 shareholders attending in person representing 393,742,415 shares and 14 shareholders attending by proxy representing 93,226,299 shares, totally 33 shareholders representing 486,968,714 shares, equivalent to 72.9425% of the total 667,606,199 paid up shares. The quorum, in accordance with the law and the Articles of Association of the company, required at least twenty five shareholders or proxies (if any) or at least half of all shareholders, and representing at least one third of paid-up shares to form a quorum.

The Chairman welcomed the shareholders and proxies to the 2022 Annual General Meeting of Shareholders and assigned Mr. Somyod Suteerapornchai, Legal Advisor, to precede the meeting.

Then, Legal Advisor commenced the Meeting and conducted the following agendas sequentially as specified in the Invitation Letter.

Agenda 1 To acknowledge the Company's operational results for the fiscal year 2022.

Mr. Chatchaphol Prasopchoke summarized the reported the Company's operational results for the fiscal year 2022 as follows:

Statement of financial position	2021	2022	Increase (Decrease)	(%) Change
Total Assets	3,217.40	3,546.64	329.23	10.23
Total Liabilities	1,446.14	1,821.61	375.47	25.96
Total Shareholders' Equity	1,771.26	1,725.02	(46.24)	(2.61)

(Unit : Million Baht)

Financial Ratios	2021	2022
ROA %	7.78	2.33
ROE %	15.54	4.88
D/E %	0.88	1.14
Net Debt / EBITDA (Time)	3.40	6.83

Revenue Breakdown for 2022 could be categorized as follows;

(Unit : Million Baht)

Business Sector	Income in 2022 compared to 2021			
Dualitesa Sector	2021 2022		Increase (Decrease)	(%) Change
Trading	963.28	1,068.89	105.61	10.96
Energy	150.40	211.85	43.62	25.93
Chemicals	334.75	390.13	55.38	16.54
Others Income	54.39	48.64	(5.75)	(10.58)
Share of Profit from Investments in Associates	217.36	85.41	(131.95)	(60.71)
Total	1,738.01	1,804.90	66.91	3.85

(Unit : Million Baht)

Income Statement	2021	2022	Increase (Decrease)	(%) Change
Selling & Administration Expenses	211.14	253.30	42.16	19.97
Finance Cost	48.75	51.58	2.83	5.81
Depreciation	117.89	121.14	3.24	2.75
EBITDA	409.62	241.15	(168.46)	(41.13)
Net Income	234.37	59.19	(175.17)	(74.74)
Comprehensive Income	246.81	78.86	(167.95)	(68.05)

(Unit : Million Baht)

Statement of Cash Flow	2021	2022
Operating Activities	6.96	105.31
Investment Activities	200.69	13.41
Financing Activities	(235.39)	(7.64)
New Cash Flow	(27.74)	111.08
Cash on January 1	76.55	55.35
Cash on December 31	55.35	174.44

In 2022, there were the important events of UAC as follows;

1. The Company has changed the business structure as shown below

UAC GLOBAL PUBLIC COMPANY LIMITED				
TRADING	ENERGY	CHEMICALS	PETROLEUM	
UAC Trading Solutions Co,Ltd. • Energy *2023 • Industrial • International	100% PPP : C1 / LPG / NGL 100% MT : Biogas Power Pla	& Chemicals Co.,Ltd.       Latex Emulsion & Polymers*	110/43 111/43	
	45.01% UAC & TPT Energy Co Biogas : PPM 30% BBGI Bio Diesel Co.,Lt Bio Diesel 100% UAC Energy Co.,Ltd. Solar : SHT / Flare Gas : STN EV Charging Stations : EECi	d		
<ul> <li>UAC Plant</li> <li>Subsidiary Companies</li> <li>Associated Companies</li> </ul>	Solar Energy Rod Solar : VBD 50.01% Vientiane Waste MSW	DT Power Co.,Ltd.	erray UAC (Thailand) ,Ltd	
-	50% PPWE Co.,Ltd. EV Charging Stations 10% ODIN Power Co.,L MSW	td.		

2. Plant Information and Location



- 3. UAC has entered into Investment Agreement with ICAP-SIRA CHEMICALS AND POLYMERS SPA. ("ICAP-SIRA") and ICAP-SIRA ASIA PTE. LTD. ("ICAP-SIRA ASIA"), on November 1, 2022, to jointly invest in which the ICAP-SIRA group will hold shares in UAC Advance Polymers and Chemicals Co., Ltd. "UAPC" (subsidiary) in the proportion of 70% of the registered capital in future to expand the business in the production of chemicals Including expanding production bases in ASEAN countries as follows.
  - UAC transfers UAPC shares to ICAP-SIRA Group in the amount of 630,000 shares at a price of Baht 160.64 per share, totaling of Baht 101.20 million

• UAPC increased its registered capital to 390 million baht on March 24, 2023 and UAPC became an associated company.

1. UAC Global Plc.	1,170,000 shares	(30.00%)
2. ICAP-SIRA Asia Pte. Ltd.	2,729,999 shares	(69.99997%)
3. ICAP-SIRA Chemicals and Polymers S.P.A.	1 share	(0.00003%)

• UAC received dividends from UAPC twice, totaling Baht 87.11 million.

- UAC purchased UAPC's Bangpoo warehouse for Baht 65 million.
- UAC received loan repayment with accrued interest from UAPC at the amount of Baht 193.48 million.

As of March 24, 2023, UAC received a net total of 316.79 million baht.

- 4. PROJECT IN PROGRESS:
  - Community Power Plant project for the foundation economy at Phu Pha Man District, Khon Kaen Province, with a capacity of 3 MW, has already received a power purchase agreement (PPA) from the Provincial Electricity Authority (PEA) on February 27, 2023, with a plan to commence commercial operation (COD) to operate Generator#1, production capacity of 1.5 MW within Q3/2023 and will begin COD to operate Generator#2 with a production capacity of 1.5 MW within Q4/2023, with total electricity distribution of 3 MW.
  - Petroleum Production Field: Burapha-A (L11/43) at Kong Krailat District, Sukhothai Province with production capacity of crude oil of 109,500 BBL per year and Associated Gas 100 MMSCF per year has started COD and sold the first truck on the first and the third week of October 2022 respectively. Test production of crude oil on the Arunothai (L10/43) has started on April 5, 2023.
  - VWM has signed RDF3 purchase agreement with Khammouane Cement Co., Ltd. "KCL", Khammouane Province, Lao PDR (a subsidiary of SCG) on April 24, 2022. Currently, it is in construction process and installation of machinery which expected to be completed within May 2023, and RDF3 will be delivered to KCL as soon as the construction is completed.
  - UAC Energy Co., Ltd. "UACE" (subsidiary company) has installed EV charging stations at the Eastern Economic Corridor of Innovation "EECi", Rayong Province.
  - PPWE Co., Ltd. "PPWE" (associated company) has installed 2 EV charging stations in Nakhon Ratchasima province and 1 station in Chanthaburi province. It is expected to install one more station in Phra Nakhon Si Ayutthaya Province.
- 5. UAC offered for sale of debentures amounting to Baht 500 million to institutional investors and/or high valued investors. Maturity date of such debentures was 3 years, with 4.80% coupon rate paid every 3 months, to support for the growth of business and for expansion of investment in energy businesses.
- 6. The Company has been recognized as 'Excellence' level for five consecutive years from assessment under 2022 Corporate Governance Report of Thai Listed Companies (CGR) by the Thai Institute of Directors (IOD).
- 7. UAC has participated in 'Care the Bear' project initiated by the Stock Exchange of Thailand, to be a part for environmental management. the Company has reduced greenhouse gas emissions through this project amounting to 2,518.29 kilograms of carbon dioxide equivalents (KgCO<sub>2</sub>e), comparable to planting 280 trees/year by reducing the use of paper.

- 8. Chief Executive Officer & President has participated as a volunteer coach in SET Social Impact Gym 2022 Project under 'Idea to I-done' concept. This project which is a part of SET Social Impact Platform to enhance business operation skills to the social enterprise (SE).
- UAC signed a Memorandum of Cooperation with PT TERANG HIDUP ENERGI to conduct a feasibility study on investment of Refuse Derived Fuel (RDF3) production process to supply to PT. Semen Jawa (SJE), one of SCG Business Units which manufactures and distributes ready-made cement in Indonesia.
- 10. UAC has signed a Memorandum of Understanding (MOU) with SCG Group for business cooperation pursuant to the sustainable development framework. This move conforms to vision and goal of SCG under the "CPAC Green Solution" concept.
- 11. UAC awarded 2022 Thailand Sustainability Investment (THSI) for the 7<sup>th</sup> consecutive year which signified business which focused on the ESG (Environmental, Social and Governance).
- 12. UAC awarded of "Sustainability Disclosure Recognition 2022" for the 2<sup>nd</sup> consecutive year from the Thaipat Institute.
- 13. In 2022, there were several activities for sustainable growth in the Company and communities as follows;
  - Employee: annual health check-up and ethics promotion activity.
  - Community and Environment Development: the Company participated continuously in the activities with the communities surrounding our plants such as providing SIS, medical equipment and survival bag in Mae Taeng District, Chiang Mai Province, Kong Krai Las District, Sukhothai Province and Si Kiew, Nakorn Ratchasima Province.
  - Safety and Environment: arranging fire drills to prepare for emergencies.
  - Total Quality Management: SD Day, UAC Branding, Team Building and Happy Money Happy Life Training.

The Company has summarized 2022 business operations and important events in 2022 One Report (56-1) which was delivered to shareholders together with the 2023 AGM invitation letter and published on website (www.uac.co.th).

Legal Advisor invited shareholders to ask questions and voice their additional observations. No questions and observations were raised. Then, Legal Advisor proposed the meeting to acknowledge the Company's operational results for the fiscal year 2022.

Resolution: The Meeting acknowledged the Company's operational results for the fiscal year 2022.

#### Agenda 2 To consider and approve the financial statements for year ended December 31, 2022.

Legal Advisor informed the meeting that to be compliance with the Public Limited Company ACT B.E.2535, the Company has to prepare the Financial Statement for year ended December 31, 2022 which has been audited by certified auditor, monitored by Audit Committee and approved by the Board of Directors. Details are shown in the 2022 Annual Report which summarized as follows:

Consolidated Financial Statement	2021	2022
Total Assets (million Baht)	3,217.40	3,546.64
Total Liabilities (million Baht)	1,446.14	1,821.61
Total Shareholders' Equity (million Baht)	1,771.26	1,725.02
Total Income from Sales and Service (million Baht)	1,466.26	1,670.87

Consolidated Financial Statement	2021	2022
Net Profit (million Baht)	234.37	59.19
Comprehensive Income	246.81	78.86
No. of Paid-up Shares (Shares)	667,606,199	667,606,199
Earnings per share (Baht)	0.37	0.12

The Board of Directors approved to propose the shareholder meeting to consider and approve the financial statements for year ended December 31, 2022 which has been audited by the Company's 2022 Auditors, Mr. Chatchai Kasemsrithanawat, Certified Public Accountant no. 5813, from EY Office Limited and monitored by Audit Committee.

Legal Advisor invited shareholders to ask questions and voice their additional observations. No questions and observations were raised. Then, Legal Advisor proposed the meeting to approve the financial statements for year ended December 31, 2022 with the majority voting of shareholders who attended and voted.

<u>Resolution</u>: The meeting resolved to approve the financial statements for year ended December 31, 2022 with the majority voting as follows:

Resolution	Total Votes (1 share=1 vote)	% of votes
1. Approved	486,968,714	100.0000
2. Disagreed	-	-
3. Abstained	-	-
4. Void	-	-
Total Vote of shareholders (33 persons)	486,968,714	100.0000

#### Agenda 3 To consider and approve the 2022 annual dividend payment

Legal Advisor explained that The Company's dividend policy has been fixed at the minimum of 40% of net profit of the separated financial statement after deducting corporate income tax and statutory reserves required by law. The Board of Director it resolved to propose the shareholder meeting to consider and approve the annual dividend payment from profit from operation during January 1 - December 31, 2022, at the rate of Baht 0.12 per share, totaling of Baht 80,112,743.88. The dividend will be paid from profit from operation with 20% corporate income tax and dividend which is exempted to be calculated as taxable income, at the rate of Baht 0.053 and 0.067 respectively. Whereby, shareholders paying personal income tax shall be entitled to a tax credit for the received dividend in accordance with Section 47 bis of the Revenue Code of Thailand as follows:

- The dividend of Baht 0.053 per share, paid from the net profit with 20% corporate income tax, can be credited at 20/80;
- The dividend of Baht 0.067 per share, paid from dividend which is exempted to be calculated as taxable income, cannot be credited.

### Dividend payment schedule:

Record Date	March 10, 2023
Dividend Payment Date	April 19, 2023

The comparison of dividend payment between 2021 and 2022 were as follows:

Description (Unit: Baht)	2021	2022
Total Revenue (Consolidated Financial Statement)*	1,738,013,697	1,804,919,617
Total Revenue (Separated Financial Statement)	1,369,415,423	1,353,239,131
Net Profit from Separated Financial Statement (Baht)	257,956,034	86,680,585
Legal Reserve (Baht)	-	-
Net Profit after deduct tax and legal reserve (Baht)	257,956,034	86,680,585
Retained Earnings - Unappropriated	385,789,705	338,951,150
Paid-up Shares (Shares)	667.606.199	667,606,199
Dividend per share (Baht)	0.28	0.12
- for interim dividend from Net Profit	January 17, 2022	-
	0.08	-
- for remaining amount from Net Profit	May 6, 2022	April 19, 2023
	0.20	0.12
Total Dividend Payment (Baht)	186,929,735.72	80,112,743.88
Dividend distribution ratio on separated financial statement (%)	72.46	92.42

\* Total Revenue from Sales and Serviced + Other Revenues + Sharing of profit from investment in associates

Legal Advisor invited shareholders to ask questions and voice their additional observations. No more questions and observations were raised. Then, Legal Advisor proposed the meeting to approve 2022 annual dividend payment with the majority voting of shareholders who attended and voted.

<u>Resolution</u>: The meeting resolved to approve the 2022 annual dividend payment at the rate of Baht 0.12 per share, with the majority voting as follows:

Resolution Voting	Total Votes (1 share=1 vote)	% of votes
1. Approved	486,855,014	99.9767
2. Disagreed	113,700	0.0233
3. Abstained	-	-
4. Void	-	-
Total Vote of shareholders (33 Persons)	486,968,714	100.0000

# Agenda 4 To consider and approve the election of directors to replace who those retiring by rotation.

Legal Advisor informed the meeting that the Public Limited Company Acts and Company's Articles of Association stipulated that in the Annual General Meeting of Shareholders, a minimum of one-third (1/3) of the Directors must retire from directorship. If the number of directors is not three part, the nearest to one-third must be retired. One-third of Directors due for retirement for this year is as follows:

1. Miss Jeerapan Jinda	Independent Director
2. Mr. Kitti Jivacate	Director

3. Mr. Chatchaphol Prasopchoke Director

On the website, the Company invited all shareholders to propose qualified candidates for a directorship and items for the 2023 Annual General Meeting agenda. There was no agenda item and director proposed by a shareholder. Member of the Board, excluding those who due for retirement, consider and propose to the Meeting to re-elect those three retiring directors to serve another term because those persons were knowledgeable with high experience that would be benefit the Company and shareholders. Although Miss Jeerapan Jinda, who was nominated as independent director, was served the Company longer than 9 years consecutively, the Board of Directors has considered Miss Jeerapan Jinda was qualified with experience and expertise which was appropriate and beneficial to the Company and Shareholders while he was able to share opinion independently and had qualification as prescribed; therefore, Miss Jeerapan Jinda was elected to server another term. The profiles of those 3 persons had been sent to the shareholders together with the Invitation Letter.

Legal Advisor also informed the Meeting that the resolution will be done for each Director individually and the ballots will be kept from all shareholders in order to be transparent and good corporate governance. Then, Legal Advisor invited the shareholders to ask questions or voice their additional observations. No questions and observations were raised. The Meeting was, therefore, proposed to consider and approve the nomination of each Director as follows:

#### 1. Miss Jeerapan Jinda

<u>Resolution</u>: The Meeting approved to re-elected Miss Jeerapan Jinda to be the independent director for another term with the majority voting as follows:

Resolution	Total Votes (1 share=1 vote)	% of vote
1. Approved	486,968,359	99.9999
2. Disagreed	355	0.0001
3. Abstained	-	-
4. Void	-	-
Total Votes of shareholder (33 persons)	486,968,714	100.0000

# 2. Mr. Kitti Jivacate

<u>Resolution</u>: The Meeting approved to re-elected Mr. Kitti Jivacate to be the director for another term with the majority voting as follows:

Resolution	Total Votes (1 share=1 vote)	% of vote
1. Approved	486,855,014	100.0000
2. Disagreed	-	-
3. Abstained	113,700	-
4. Void	-	-
Total Votes of shareholder (33 persons)	486,968,714	100.0000

# 3. Mr. Chatchaphol Prasopchoke

<u>Resolution</u>: The Meeting approved to re-elected Mr. Chatchaphol Prasopchoke to be the director for another term with the majority voting as follows:

Resolution	Total Votes (1 share=1 vote)	% of vote
1. Approved	486,968,714	100.0000
2. Disagreed	-	-
3. Abstained	-	-
4. Void	-	-
Total Votes of shareholder (33 persons)	486,968,714	100.0000

# Agenda 5 To consider and approve the remuneration of directors for the year 2023 and Bonus for Non-Executive Directors for the year 2022.

Legal Advisor explained that The Public Company Limited Acts and the Company's Articles of Association stipulated that Director's remuneration to be approved by the Annual General Meeting of Shareholders taken into consideration of similar business group, economic growth, the Company's profit, and Board of Directors' responsibility. The details of Directors' remuneration were as follows:

(1) Monthly Remuneration:

Position	2022	2023	Change	Unit
Chairman	50,000	50,000	-	person/month
Chairman of the Audit Committee	45,000	45,000	-	person/month
Audit Committee	40,000	40,000	-	person/month
Executive Committee	5,000	5,000	-	person/month
Total Monthly Remuneration	Not exceed Baht	Not exceed Baht	-	Per year
	2.28 Million	2.28 Million*		

(2) 2022 Bonus for Non-executive Directors: not exceed Baht 1.80 million.

(3) Others: Health, Life and Accident Insurance: insurance premium not exceed Baht 315,000/year.

The Board of Directors considered proposing the shareholder meeting to approve monthly remuneration of directors for the year 2023 for the amount not exceed of Baht 2,280,000, 2021 Bonus for Non-executive Directors not exceed of Baht 1,800,000 and Insurance premium not exceed 315,000 baht/year.

Legal Advisor invited shareholders to ask questions and voice their additional observations. No questions and observations were raised. Then, Legal Advisor proposed the meeting to approve the remuneration of directors for the year 2023 and Bonus for Non-Executive Directors for the year 2022 with the voting not less than two-third of shareholders who attended.

<u>Resolution</u>: The Meeting approved the Directors'monthly remuneration for the year 2023 for the amount not exceed of Baht 2.28 million, 2022 Bonus for Non-executive Directors not exceed 1.80 million and Insurance premium not exceed 315,000 baht/year with the voting not less than two-third of shareholders who attended as follows:

Resolution	Total Votes (1 share=1 vote)	% of vote
1. Approved	486,968,714	100.0000
2. Disagreed	-	-
3. Abstained	-	-
4. Void	-	-
Total Votes of shareholder (33 persons)	486,968,714	100.0000

# Agenda 6 To consider and appoint the Company's auditor and fixing the remuneration of auditing fee for the year 2023

Legal Advisor explained that The Audit Committee has approved to appoint the auditors of EY Office Limited to be the auditors of the Company and Subsidiary Companies for fiscal year 2023. EY Office Limited has qualification and more experiences regarding international transactions. Furthermore, EY Office Limited has no relationship and conflict of interest with the Company and Subsidiary Companies. The Board of Directors has resolved to appoint the auditors' name list from EY Office Limited to be the auditors of the Company and Subsidiary Companies.

- 1. Mr. Chatchai Kasemsrithanawat, Certified Public Accountant No. 5813 (Certified for 4 fiscal year) or
- 2. Miss Sumesa Tangyoosuk, Certified Public Accountant No. 7267 (Never certified) or
- 3. Mrs. Chonlaros Suntiasvaraporn, Certified Public Accountant No. 4523 (Never certified)

The remuneration of Company's Auditor for fiscal year 2023 compared with year 2022 are shown below:

Details of Audit Remuneration	2022	2023
Audit fee for Company	2,760,000	2,760,000

<u>Remarks</u>: Excluding other services such as BOI inspection, translation, transportation, printing, communication, and others.

EY Office Limited will also provide services in the year 2023 to 6 Subsidiary Companies.

The Board of Directors considered to propose the shareholder meeting to approve the appointment of the Company's auditor and remuneration of auditing fee for the year 2023 not exceed baht 2,760,000 as mentioned above.

Legal Advisor invited shareholders to ask questions and voice their additional observations. No questions and observations were raised. Then, Legal Advisor proposed the meeting to approve the Company's auditor and fixing the remuneration of auditing fee for the year 2023 with the majority voting of shareholders who attended and voted.

<u>Resolution</u>: The Meeting approved the appointment and remuneration of Company's Auditor for fiscal year 2023 for not exceed Baht 2,760,000 with the majority voting as follows:

Resolution	Total Votes (1 share=1 vote)	% of vote
1. Approved	486,855,014	100.0000
2. Disagreed	-	-
3. Abstained	113,700	-
4. Void	-	-
Total Votes of shareholder (33 persons)	486,968,714	100.0000

# Agenda 7 To consider and approve the extension of the allotment of the Company's registered capital increase under General Mandate of 66,760,000 shares at the par value of Baht 0.50.

Legal Advisor explained that According to the resolution of 2021 Annual General Meeting of Shareholders on April 8, 2021 for the allotment of the Company's registered capital increase under General Mandate of 66,760,000 shares at the par value of Baht 0.50. through Private Placement. The Board of Directors was authorized to consider and determine related condition for share offering and sign all required and related documents. The 2022 Annual General Meeting of Shareholders on April 7, 2022 resolved to approve the extension of the allocation period of the newly issued ordinary shares under the general mandate by one year with the conditions of the allocation of newly issued ordinary shares as approved by the 2021 Annual General Meeting of Shareholders on April 8, 2021 in all aspects.

Since such allotment under General Mandate will be expired on the date of 2023 Annual General Meeting of Shareholders, the Board of Directors has resolved to propose to the Meeting to approve the extension of the allotment under General Mandate under the same conditions for such allotment which was approved by the 2021 Annual General Meeting of Shareholders in all respects. The details had been summarized as follow:

Allotted to	Type of share	% of Paid-up Capital	Number of shares
Private Placement	Ordinary	Not exceed 10	66,760,000

The Board of Directors will be authorized to consider and determine other detailed conditions relating to the allotment and offer, as well as the authority to sign relevant documents and have the power to take any necessary and reasonable actions regarding to the allotment of newly issued ordinary shares.

Legal Advisor invited shareholders to ask questions and voice their additional observations. No questions and observations were raised. Then, Legal Advisor proposed the meeting to approve the extension of the allotment of the

Company's registered capital increase under General Mandate of 66,760,000 shares at the par value of Baht 0.50 with the majority voting of shareholders who attended and voted.

<u>Resolution</u>: The meeting resolved to approve the extension of the allotment of the Company's registered capital increase under General Mandate of 66,760,000 shares at the par value of Baht 0.50 with the voting not less than three-fourth of shareholders who attended and had rights to vote as follows:

Resolution	Total Votes (1 share=1 vote)	% of vote
1. Approved	486,968,359	99.9999
2. Disagreed	355	0.0001
3. Abstained	-	-
4. Void	-	-
Total Votes of shareholder (33 persons)	486,968,714	100.0000

# Agenda 8 Other matters (if any)

Legal Advisor informed the Meeting that shareholders can request the Meeting to consider other matters than those specified in the Invitation Letter in this meeting, the total share representing not less than one third of the Company's paidup shares or 222.54 million shares.

No agenda items were proposed, then, the Chairman invited the shareholders to ask any questions or voice their additional observations. No questions and observations were raised. Thus, the Chairman declared to the Meeting adjourned.

The Meeting was adjourned at 15.10 hours.

- **Signature** -Signed.....Chairman of the Meeting (Mr. Paiboon Sareewiwatthana)

- Signature -Signed......Minutes Recorder

(Miss Sajjaporn Rammayaprayoon)