

Minutes of the 2024 Annual General Meeting

of

N.D. Rubber Public Company Limited

Date, Time and Venue

Held on Friday 29, March 2024 through electronic meeting (E-AGM) (the “Meeting”) only through the OJ International Co., Ltd., a meeting management system service provider, in accordance with the criteria specifies by the laws on electronic meeting. In this connection, the 2024 Annual General Meeting of Shareholders contains agendas as detailed in the invitation to the Meeting which has been delivered to the shareholders.

Directors’ Attendance

- | | |
|----------------------------------|---|
| 1. Mr. Pongsak Swadwan | Chairman of the Board |
| 2. Dr. Sirada Jarutakanon | Independent Director / Chairman of the Audit Committee /
Chairman of the Nomination and Remuneration Committee / |
| 3. Mr. Teerasak Sawangnet | Independent Director /Member of the Audit Committee /
Member of the Nomination and Remuneration Committee |
| 4. Mr. Kovit Kristhanin | Independent Director /Member of the Audit Committee |
| 5. Mrs. Nittaya Samrittivanicha | Director |
| 6. Mr. Chaayasit Samrittivanicha | Director / Managing Director |

Directors who missed the meeting

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|-----------------------------------|----------|
| 1. Mr. Marco Low Peng Kiat | Director |
| 2. Mrs. Thunyarat Samrittivanivha | Director |

Executive

- | | |
|--------------------------------|--|
| 1. Ms. Krittayawan Kungmarerng | Chief Financial Officer |
| 2. Mr. Boonlai Jamparat | General Manager, Production Department |

Auditor

- | | |
|---------------------------|---------------------------|
| 1. Ms. Amornjid baolorpet | BDO Audit Company Limited |
| 2. Ms. Karnjana meechai | BDO Audit Company Limited |

Legal Advisors

- | | |
|-------------------------|-------------------------------------|
| 1. Mr. Krittin Pollagan | JTJB International Lawyers Co.,Ltd. |
| 2. Ms. Wethaka Saenprom | JTJB International Lawyers Co.,Ltd. |

Secretary at the Meeting

- | | |
|-----------------------------|----------------------------------|
| 1. Ms. Watcharaporn Wongmak | Company Secretary / Minute-taker |
|-----------------------------|----------------------------------|

Vote-Counting Inspector

- | |
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| 1. OJ International Co., Ltd. |
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Starting the meeting

Mr. Bundit Prathumta or “A Host” informed that the company recorded meetings throughout the event. To be used to communicate and publicize the atmosphere of the meeting. In the meeting at 9.30 a.m. that the Company has a total of 8 directors. There are 6 directors attending the meeting, (then inform the names and positions as detailed above) representing 75 percent of the total directors of the Company. In addition, the Company invited an auditor representative from BDO Audit Company Limited which are Ms. Amornjid baolorpet and Ms. Karnjana meechai, legal representative from JTJB International Lawyers Co.,Ltd. which is Mr. Krittin Pollagan and Ms. Wethaka Saenprom and Chief Financial Officer of the Company which is Ms. Krittayawan Kungmarerng to attend the meeting to answer the questions of the shareholders.

After that, the host informed that there were 1 shareholders attended the meeting in person, holding in total of 1 shares and 28 shareholders attended the meeting by proxies, holding in total of 238,936,151 shares. There were 29 shareholders attended the meeting with totally 238,936,152 shares or equals to 68.88% of 346,891,514 paid-up shares. A quorum was constituted in accordance with the Memorandum of Association of the Company. Mr. Pongsak Swadwan, the Chairman of the Board was invited to be the Chairman of the meeting or “the Chairman”. The Chairman welcomed all attended shareholders and started the meeting and appointed a host to inform the meeting’s rules as follows.

Then, the host informed that the Company invited and informed the shareholders about the 2024 Annual General Meeting of Shareholders in 3 ways as follows:

1. The Company sent the invitation letter in the form of QR Code to all shareholders via postal mail;
2. The Company announced in the newspaper; and
3. The Company announce the meeting details on company’s website.

In order for the meeting to proceed successfully, the host therefore clarified the meeting regulations, voting rules and details of each agenda for the meeting to acknowledge. Details are as follows.

1. For voting in each agenda, everyone can vote according to the number of shares held or according to the number of shares granted by the proxy, considering 1 share equal to 1 vote. In voting, votes cannot be divided except for proxy form C or Custodian, which oversees securities for foreign investors. For those who have received proxy form B, the proxy has already specified the vote. The delegate must vote as specified by the grantor. The voting can be selected as Agree, Disagree or Abstain.
2. Since this meeting is a meeting via electronic media. Therefore, there was no printing of voting cards for attendees.
3. to vote Shareholders are requested to go to the E-Voting window tab to vote for each agenda within the specified time (1 minute). You can do this by pressing to select a new score again. If the agenda has already been closed for voting Shareholders will not be able to vote. or change the vote. In case the grantor has already voted in the proxy form, the registration officer will not print the ballot. Proxy holder only attends the meeting and vote as specified by grantor.

4. Before counting for voting on each agenda, participants can make inquiries related to that agenda. In the event that you would like to inquire, type the question or opinion in the text box or press the asking button on the bottom right-hand side to speak. Then please inform the name, and surname, and specify that it is the shareholder who came in person or as a proxy.
5. The asking of question or expressing of opinion must be directly related to the specific agenda, whereby the question or opinion must be submitted during the consideration of such related agenda. If such agenda has already been concluded, the shareholders or proxies may ask the question or express the opinion on matters not related to the Meeting's agendas in agenda 11, Other matters.
6. The company will use vote counting by counting the total votes from those who voted through the E-Voting system. and the shareholders who have granted a proxy to another person to attend the Meeting and voted in advance.
7. If any shareholders and proxy holder wishing to leave and wish to vote in the remaining agenda before the meeting adjourned, please vote on each agenda on the E-Voting system page before leaving the meeting room then your vote will be recorded.
8. The result of the vote will be announced after the host requests the shareholders to vote on each agenda which will count the total votes from shareholders who come in person, proxy holder and including the proxy that has been specified the vote in advance.
9. In the event that the voting results are equal, the Chairman will grant another one vote as a casting vote.

Conditions for approval in each agenda are as follows:

In this meeting, **Agenda 1, 3, 4, 5, 6, 8 and 10** must be approved by a majority vote of shareholders who attend the meeting and are entitled to vote. If votes are equal, the Chairman granted another one vote as a casting vote. **Agenda 7** must be approved by not less than two-third of shareholders who attend the meeting and are entitled to vote. **Agenda 9** must be approved by not less than third - fourth of shareholders who attend the meeting and are entitled to vote. **Agenda 2** are for acknowledgement, therefore, there was no vote on this agenda.

However, any directors who are the company's shareholders granted the right to vote every agenda except agenda which the director has interests in that agenda.

For good corporate governance of listed companies (CG Code), The Company realizes the importance of shareholders and to be treated equally. Thus, shareholders were allowed to participate in proposing the queries of the 2024 Annual General Meeting of Shareholders between 13-25 March 2024. As a result, there was no shareholder proposing queries for the meeting.

The host informed that in order to express transparency and good governance, the Company request for one volunteer to raise their hand and inform name and surname as witness for the vote counting. It appeared that there was no shareholder wishing to be a witness, therefore the Company assigned the representation of the legal advisor from JTJB International Lawyers Co.,Ltd., Mr. Krittin Pollagan, to act as the witness for vote counting.

After that, the host began to conduct the meeting according to the following agenda.

Agenda 1 To consider and approve the Minutes of Annual General Meeting 2023

The host informed that the Company has sent a copy of Minutes of Annual General Meeting 2023 to consider as in **Enclosure 1** together with the meeting invitation in advance. This agenda needs a majority vote of shareholders who attend the meeting and are entitled to vote.

The host inquired shareholders in the meeting whether any shareholders need to inquire more information. If not, vote is processed and closed. The host reported that no more shareholders attended the meeting. Therefore, there are 29 shareholders in the meeting, holding in total of 238,936,152 shares.

Resolution The meeting resolved to approve the Minute of Annual General Meeting 2023 as proposed. Voting result is as follows.

Result	Amount (Shares)	% of number of shares which attend the meeting and are entitled to vote
Approved	238,936,152	100.0000
Disapproved	0	0.0000
Total	238,936,152	100.0000
Abstained	0	-

Agenda 2 To acknowledge the director's report on the results of the Company's business operation for the year 2023 and business plan for the year 2024

The host informed that this agenda is to inform shareholders, so there is no vote for this agenda and the detail was reported by the director.

Mr. Chaiyasit Samrittivanicha, a Managing Director, reported the operating result of the Company for the year 2023 and operation plan in 2024 as follows.

Company's Performance for the year 2023: The Company's revenue has increased to 839.20 Million Baht. Although, the Company's performance has a loss of 65.05 Million Baht as follows:

- The Company was able to expand the market by sending products to Myanmar, Vietnam, Philippines, Laos, Cambodia, Malaysia, Bermuda and Maldives
- N.D. Green Planet Co., Ltd. (Subsidiary) to produce and distribute electricity to the group of companies. the subsidiary was complete install solar cell and started producing electricity on quarter 2nd year 2023.
- Anti-Corruption
 - The Company has an anti-corruption policy to be a guideline for implementation and operate the business in honest, transparent, and just business practices according to good corporate principles which be intolerant to both direct and indirect corruption in any form and responsible to all stakeholders. Moreover, there is a channel for all stakeholders to file a complaint or report on this matter. In the year 2023, the Company has not received any complaints or reports.

Operation Plan in 2024: The company has the following operation plans:

- **Being a reginal company**
 - Focus on expanding Tubeless tire for Domestic market.
 - Looking for the opportunity to sell Solar Roof Top project to other companies.
 - Looking for New S curve project.
 - Closely monitor the RM Cost.
 - Change the company to be zero paper organization.

The host inquired shareholders in the meeting whether any shareholders need to inquire more information. Then the host informed that this agenda is to inform shareholders, so there is no vote for this agenda and the next agenda proceeded.

Resolution The meeting resolved to acknowledge the director's report on the results of the Company's business operation for the year 2023 and business plan for the year 2024 as the Managing Director proposed.

Agenda 3 To consider and approval of the annual audited financial statement for the year ended on 31 December 2023

The host informed that the Company has sent a copy of the financial statement for the year ended 31 December 2023 for consideration in 56-1 One Report as **Enclosure 2** which has sent together with the meeting invitation in advance. This agenda must be approved by majority vote of shareholders who attend the meeting and are entitled to vote. Board of Directors was invited to report in this agenda.

Mr. Chaayasit Samrittivanicha, a Managing Director, reported the financial highlight which was agreed and approved the audited financial statement and reviewed by the Audit Committee for the year ended 31 December 2023 as follows.

- **Financial Highlight**

Unit : Million Baht

	2021	2022	Increase (Decrease)	%
Total assets (MB)	1,108.20	1,039.23	(68.97)	(6.22)
Total liabilities (MB)	258.91	246.42	(12.49)	(4.82)
Total shareholders' equity (MB)	849.28	752.81	(96.47)	(11.36)
Total revenue (MB)	846.25	839.20	(7.05)	(0.83)
Net profit (MB)	(24.72)	(65.05)	(40.33)	(163.15)
- Profit (Loss) from operation	(13.79)	9.02	4.77	34.59
- Impairment loss	(10.93)	(74.07)	(63.14)	(577.68)
Earnings per share (Baht/share)	(0.07)	(0.19)	(0.12)	(171.43)

- **Significant Financial Ratio**

	Consolidated financial statement		
	Dec 31, 2021	Dec 31, 2022	Dec 31, 2023
Profitability Ratio			
Gross Profit Margin (%)	18.52	13.02	17.14
Net Profit Margin (%)	4.98	(2.94)	(7.78)
Leverage Ratio or Financial Ratio			
Debt/Equity Ratio	0.35	0.30	0.38
Dividend Payout (%)	41.47	0.00	0.00

From the table above, when comparing between 2022 and 2023, it can be seen that at the end of 2023, the Company had total assets of 1,039.23 Million Baht, a decrease of 68.97 Million Baht. Total liabilities are at 246.42 Million Baht, a decrease of 12.49 Million Baht. Total shareholders' equity is 752.81 Million Baht, a decrease of 96.47 Million Baht. Total revenue is 839.20 Million Baht, a decrease of 7.05 Million Baht. Net loss is 65.05 Million Baht, In the year 2023, The Company had a profit from the operation of 9.02 Million Baht but recorded an impairment of 74.07, result the Company has a loss and a loss at 0.19 Baht/Share.

As for the significant financial ratios, it can be seen that at the end of the Year 2023, the Company has gross profit margin of 17.14%, a increase of 4.12% and net profit margin of -7.78%, a decrease of 4.84% comparing to the Year 2022. Debt/Equity decreased to 0.38%, Please kindly consider.

The host inquired shareholders in the meeting whether any shareholders need to inquire more information. If not, vote is processed and closed. The host reported that no more shareholders attended the meeting. Therefore, there are 29 shareholders in the meeting, holding in total of 238,936,152 shares.

Resolution The meeting considered and unanimously resolved to approve the annual audited financial statement for the year ended on 31 December 2023 as proposed. Voting result is as follows.

Result	Amount (Shares)	% of number of shares which attend the meeting and are entitled to vote
Approved	238,936,152	100.0000
Disapproved	0	0.0000
Total	238,936,152	100.0000
Abstained	0	-

Agenda 4 To consider and approve the omission of apportionment as statutory reserve fund for the year 2023

The host informed that this agenda must be approved by majority vote of shareholders who attend the meeting and are entitled to vote. Board of Directors was invited to report in this agenda.

Mr. Chaiyasit Samrittivanicha, a Managing Director, reported that the Public Company act B.E. 2535 (including amendments) and Company's Articles of Association, required that net profit for the year was required to allocated as legal reserve in the rate of no less than 5% of net profit for the year after the deduction of brought forward accumulated loss (if any) until 10% of paid-up capital reached this reserve.

The separate financial statements for the Year 2023, the Company recorded a net loss of 65.05 Baht the Board of Directors resolved to propose shareholders to approve the omission of apportionment as statutory reserve fund for the year 2023 As of 31 December 2023, legal reserved was 15.22 Baht or equal to 4.39% of paid-up capital. Please kindly consider.

The host inquired shareholders in the meeting whether any shareholders need to inquire more information. If not, vote is processed and closed. The host reported that no more shareholders attended the meeting. Therefore, there are 29 shareholders in the meeting, holding in total of 238,936,152 shares.

Resolution The meeting considered and resolved by majority votes approved the omission of apportionment as a statutory reserve fund for the year 2023 as proposed. The voting result is as follows.

Result	Amount (Shares)	% of number of shares which attend the meeting and are entitled to vote
Approved	238,936,152	100.0000
Disapproved	0	0.0000
Total	238,936,152	100.0000
Abstained	0	-

Agenda 5 To consider and approve the omission of dividend payment for the year 2023

The host informed that this agenda must be approved by majority vote of shareholders who attend the meeting and are entitled to vote. Board of Directors was invited to report in this agenda.

Mr. Chaiyasit Samrittivanicha, a Managing Director, reported that the Public Company act B.E. 2535 (including amendments) and the Company's Articles of Association, the payment of dividend must be approved by shareholders in shareholders' meeting or the Board of Directors may approve an interim dividend payment paid from the profit and such dividend payment must be reported to the shareholders in the next meeting. and the Company is prohibited to make the dividend if the Company still has accumulated loss. Furthermore, according to Company's policy, the Company shall make the payment of dividends amounting to at least 40% of the separate financial statements' net profit.

The separate financial statements for the Year 2023, the Company recorded a net loss of 65.05 Baht the Board of Directors resolved to propose shareholders to approve the omission of dividend payment for the year 2023.

Dividend payment for the past 3 years

Year	Net Profit Ratio (Baht/Share)	Dividend Payment Ratio (Baht/Share)	Dividend Payment Ratio Per Net Profit** (%)
2021	0.13	0.03	41.47
2022	(0.07)	0.02	-
2023	-	-	-

The host inquired shareholders in the meeting whether any shareholders need to inquire more information. If not, vote is processed and closed. The host reported that no more shareholders attended the meeting. Therefore, there are 29 shareholders in the meeting, holding in total of 238,936,152 shares.

Resolution The meeting considered and resolved by majority votes approved dividend payment for the year 2022 as proposed. The voting result is as follows.

Result	Amount (Shares)	% of number of shares which attend the meeting and are entitled to vote
Approved	238,936,152	100.0000
Disapproved	0	0.0000
Total	238,936,152	100.0000
Abstained	0	-

Agenda 6 To consider the approval of the re-election of Directors to replace those retirements by rotation

The host informed that this agenda must be approved by majority vote of shareholders who attend the meeting and are entitled to vote and further reported that memorandum of association specified directors to be retired by rotation at least one-third of all directors. Draw lot method is used in the first and second year of being listed company in the Stock Exchange. Currently, there are 8 directors. Board of Directors agreed with Nomination and Remuneration Committee to propose directors who were in the position for a longest period, Mr. Teerasak Sawangnet and Mr. Marco Low Peng Kiat and 1 director who was selected by draw lot, Mrs. Thunyarat Samrittivanivha as directors who retired by rotation.

For the director's appointment, the host reported that the Company gave an opportunity to shareholders to nominate any candidates who are qualified though the company's website between 11 October 2023 and 31 December 2023. None of shareholders nominate any persons in annual general meeting as a director.

The Nomination and Remuneration Committee that has been approved by the Board of Directors is deemed appropriate to propose to the 2024 AGM of Shareholders to propose to appoint three directors, namely Mr. Teerasak Sawangnet, Mr. Marco Low Peng Kiat and Mr. Boonlai Jamparat as Directors.

In this regard, the Board of Directors agreed with Nomination and Remuneration Committee that 3 directors are experienced and beneficial to the Company's operation, qualified and do not possess prohibited characteristics according to the Public Limited Company Act, B.E. 2535 (1992) (including amendments), the Securities and Exchanges Act, B.E. 2535 (including amendments) and the related notifications. Furthermore, those who shall hold the office as independent directors are qualified as to independency as defined in "Independent Director" according to the regulations of SEC and are able to give independent opinions. The Board of Directors proposed to shareholders to appoint 3 directors as directors. The Company sent details, resume and position period of the director who retired by rotation and nominate directors as **Enclosure 3** together with the meeting invitation.

In order to be line with good corporate governance, 3 directors were invited to be out of meeting temporarily before voting.

The host inquired shareholders in the meeting whether any shareholders need to inquire more information. If not, vote is processed and closed. The host reported that no more shareholders attended the meeting. Therefore, there are 29 shareholders in the meeting, holding in total of 238,936,152 shares.

Resolution The meeting and resolved by majority votes approved 3 directors as a director who retired by rotation as detailed above and appoint those 3 directors who retired by rotation as a director for another period. The voting result is as follows.

1) Approve the appointment of Mr. Teerasak Sawangnet

Position: Member of the Audit Committee / Member of the Nomination and Remuneration / Independent Directors

Result	Amount (Shares)	% of number of shares which attend the meeting and are entitled to vote
Approved	238,936,050	100.0000
Disapproved	102	0.0000
Total	238,936,152	100.0000
Abstained	0	-

2) Approve the appointment of Mr. Marco Low Peng Kiat

Position: Director

Result	Amount (Shares)	% of number of shares which attend the meeting and are entitled to vote
Approved	238,936,152	100.0000
Disapproved	0	0.0000
Total	238,936,152	100.0000
Abstained	0	-

3) Approve the appointment of Mr. Boonlai Jamparat

Position: Director

Result	Amount (Shares)	% of number of shares which attend the meeting and are entitled to vote
Approved	238,936,152	100.0000
Disapproved	0	0.0000

Total	238,936,152	100.0000
Abstained	0	-

Agenda 7 To consider the approval of Directors' remuneration for the year 2024

The host informed that this agenda must be approved by no less than two-third of votes which attend the meeting and are entitled to vote. For transparency and good corporate governance, Mrs. Nittaya Samrittivanicha who is a shareholder, director and received remuneration was voluntarily not vote for this agenda. Board of Directors was invited to report in this agenda.

Mr. Chaiyasit Samrittivanicha, a Managing Director, reported that Board of Directors agreed with Nomination and Remuneration Committee that after considered the Company, economy, same-size listed companies, good corporate governance and duty and responsibility of each committee were taken into account. Therefore, the Board of Directors agreed to propose shareholders meeting to approve the Directors' remuneration for the year 2024 which is meeting allowance without other remuneration, the detail is as follows.

The director's remuneration	2023	2024 (Proposed year)
<u>Director's remuneration</u>	Per meeting	Per meeting
- The Chairman	30,000 Baht	34,000 Baht
-Directors	18,000 Baht	20,000 Baht
<u>Subcommittee's remuneration</u>	Per meeting	Per meeting
- Audit Committee		
The Chairman of Audit Committee	30,000 Baht	34,000 Baht
Member of Audit Committee	18,000 Baht	20,000 Baht
-Nomination and Remuneration Committee	Per meeting	Per meeting
The Chairman of Nomination and Remuneration Committee	30,000 Baht	34,000 Baht
Member of Nomination and Remuneration Committee	18,000 Baht	20,000 Baht

The host inquired shareholders in the meeting whether any shareholders need to inquire more information. If not, vote is processed and closed. The host reported that no more shareholders attended the meeting. Therefore, there are 29 shareholders in the meeting, holding in total of 238,936,152 shares.

Resolution The meeting considered and unanimously resolved to approve the Directors' remuneration for the year 2024 as proposed. Voting result is as follows.

Result	Amount (Shares)	% of number of shares which attend the meeting and are entitled to vote
Approved	163,842,950	100.0000
Disapproved	0	0.0000
Total	163,842,950	100.0000
Abstained	0	-

Agenda 8 To consider the approval of the appointment of the Company's auditor and determine the auditor's remuneration for the year 2024

The host informed that this agenda must be approved by majority vote of shareholders who attend the meeting and are entitled to vote. Board of Directors was invited to report in this agenda.

Mr. Chaiyasit Samrittivanicha, a Managing Director, reported that the compliance with Public Limited Company Act, B.E. 2535 (1992) (including amendments) and the Articles of Association of the Company defined shareholders' meeting to appoint and determine the audit fee for the auditor every year. In 2024, the Auditor and audit fee that will be proposed in the shareholder's general meeting for approval had been considered and selected by the Audit Committee and the Board of Directors therefore proposed BDO Audit Company Limited ("BDO") and Ms. Sawisyaporn Tungchinsujee C.P.A. No. 09870 to be an auditor of the Company and its subsidiaries for the year 2024. BDO is supervised by a certified public accountant and has been approved by the Securities and Exchange Commission to be the auditor of the business in the capital market. Please kindly consider, the detail is as follows.

- 1) **Auditor Firm:** BDO Audit Company Limited
- Auditor's Name:** 1. Mr. Teerasak Chuasrisakul C.P.A. No. 6624 or
2. Mr. Khaisaeng Thiranulak C.P.A. No. 5428 or
3. Ms. Supachanya Thongpan C.P.A. No. 10505 or
4. Ms. Amornjid Baolorpet C.P.A. No. 10853 or
5. Mr. Rejeesh Balasubramaniam Auditor at BDO Malaysia
- Company:** 1. N.D. Rubber Public Company Limited (NDR)
2. N.D. Interparts Company Limited (NDI)
3. Fung Keong Rubber Manufactory (Malaya) Sdn. Bhd. (FKRMM)
- 2) **Auditor's Name:** Ms. Sawisyaporn Tungchinsujee C.P.A. No. 09870
- Company:** N.D. Green Planet Company Limited (NDR)

Any one of the auditors to audit and certify the financial statements of the Company and its subsidiaries and approving the determination of the remuneration for the auditing period ending 31 December 2024 and the review of the interim financial statements of the Company and its subsidiaries, total amount of 1,877,000 Baht and 149,000 Malaysian Ringgit, without any other services (Non-Audit Fee). Although, the auditors of the Company and subsidiaries are not the same auditor's office, the Board will ensure that the auditors can prepare the financial statements on time. BDO has been an auditor of the Company and subsidiaries since 2022 totally 2 year.

Audit Fee of the Company and its domestic Subsidiaries

Company	Audit fee (Baht)				Auditor
	2022	2023 (Proposed)	Increased (Decreased)	%	
NDR	1,480,000	1,500,000	20,000	1.35	BDO
NDI	351,000	365,000	14,000	3.99	BDO
NDGP	9,000	12,000	3,000	33.33	Ms. Sawisyaporn
Total	1,840,000	1,877,000	37,000	2.01	

Audit Fee of the Company and its foreign Subsidiaries

Company	Audit fee (Ringgit Malaysia)				Auditor
	2023	2024 (Proposed)	Increased (Decreased)	%	
FKRMM	153,440	149,000	(4,440)	(2.89)	BDO

The host inquired shareholders in the meeting whether any shareholders need to inquire more information. If not, vote is processed and closed. The host reported that no more shareholders attended the meeting. Therefore, there are 29 shareholders in the meeting, holding in total of 238,936,152 shares.

Resolution The meeting considered and unanimously resolved to approve the appointment of the Company's auditor and determine the auditor's remuneration for the year 2024 as proposed. Voting result is as follows.

Result	Amount (Shares)	% of number of shares which attend the meeting and are entitled to vote
Approved	238,936,152	100.0000
Disapproved	0	0.0000
Total	238,936,152	100.0000
Abstained	0	-

Agenda 9 To consider and approve the amendment the Articles of Association of the Company

The host informed that this agenda must be approved by no less than third-fourth of votes which attend the meeting and are entitled to vote. Board of Directors was invited to report in this agenda.

Mr. Chaayasit Samrittivanicha, a Managing Director, reported that the to provide clarity to the directors authorized to sign on behalf of the company to be binding on the company and for Business Facilitation. Therefore, it is necessary to amend the Company's Articles of Association, Article 21 has been approved by the Board of Directors is deemed appropriate to propose to the 2024 AGM of Shareholders. The details of the proposed amendment to Article 21 of the Company's Articles of Association are as following details:

Article	Existing Version	Proposed Version
21	The Directors authorized to sign on behalf of the company to be binding on the company It is two (2) directors, jointly signing and affixing the company. The board of directors has the authority to determine or change the list of directors who are authorized to sign to bind the company.	The Directors authorized to sign on behalf of the company to be binding on the company It is two (2) directors, jointly signing and affixing the company <u>in the documents not related to financial transactions.</u> The board of directors has the authority to determine or change the list of directors who are authorized to sign to bind the company. <u>The Directors authorized to sign on behalf of the company to be binding on the company It is two (2) directors, jointly signing and affixing the company in the documents related to financial transactions.</u>

The host inquired shareholders in the meeting whether any shareholders need to inquire more information. If not, vote is processed and closed. The host reported that no more shareholders attended the meeting. Therefore, there are 29 shareholders in the meeting, holding in total of 238,936,152 shares.

Resolution The meeting considered and unanimously resolved to approve the amendment the Articles of Association of the Company, Article 21 as proposed. Voting result is as follows.

Result	Amount (Shares)	% of number of shares which attend the meeting and are entitled to vote
Approved	238,936,152	100.0000

Disapproved	0	0.0000
Total	238,936,152	100.0000
Abstained	0	-

Agenda 10 To consider and approve the amendment the authorized directors of the company

The host informed that this agenda must be approved by majority vote of shareholders who attend the meeting and are entitled to vote. Board of Directors was invited to report in this agenda.

Mr. Chaiyasit Samrittivanicha, a Managing Director, reported that the to provide clarity to the directors authorized to sign on behalf of the company to be binding on the company and for Business Facilitation. Including to be consistent the Articles of Association, Article 21 (which has been amended) has been approved by the Board of Directors is deemed appropriate to propose to the 2024 AGM of Shareholders. The details of the proposed amendment to the authorized directors of the company are as following details:

From “Names and number of the authorized directors of the Company are as follows:

Mrs. Nittiya Samrittivanicha or Mr. Chaiyasit Samrittivanicha or Mrs. Thunyarat Samrittivanicha

Any Two of the above Three directors jointly sign with the company's seal affixed.

Restriction of Directors / No.”

To “Names and number of the authorized directors of the Company are as follows:

1. Mrs. Nittiya Samrittivanicha or Mr. Chaiyasit Samrittivanicha or Mr. Boonlai Jamparat

Any Two of the above Three directors jointly sign with the company's seal affixed in the documents not related to financial transactions.

2. Mrs. Nittiya Samrittivanicha and Mr. Chaiyasit Samrittivanicha

Any Two of the directors jointly sign with the company's seal affixed in the documents related to financial transactions.

Restriction of Directors / No.”

The Company will accordingly register the amendment of the authorized directors who can sign to bind the Company with the Department of Business Development, Ministry of Commerce. In this regard, the amendment of the authorized directors who can sign to bind the Company shall be effective on the date that the Company proceed the registration as mentioned.

The host inquired shareholders in the meeting whether any shareholders need to inquire more information. If not, vote is processed and closed. The host reported that no more shareholders attended the meeting. Therefore, there are 29 shareholders in the meeting, holding in total of 238,936,152 shares.

Resolution The meeting considered and unanimously resolved to approve the amendment the authorized directors of the company as proposed. Voting result is as follows.

Result	Amount (Shares)	% of number of shares which attend the meeting and are entitled to vote
Approved	238,936,152	100.0000
Disapproved	0	0.0000
Total	238,936,152	100.0000
Abstained	0	-

Agenda 11 To consider any other matters (if any)

A host inquired shareholders in the meeting whether any shareholders need to inquire more information. If not, the Chairman thank you and closes the meeting at 11.29 a.m.

- Mr. Pongsak Swadwan-

(Mr. Pongsak Swadwan)

The Chairman of the Board of Director/Meeting

-Ms. Watcharaporn Wongmak-

(Ms. Watcharaporn Wongmak)

Company Secretary / Minute-taker