# Eastern Star Real Estate Public Co., Ltd. Minutes to the Annual General Meeting of Shareholders No. 1/2024

#### Time and Place

The meeting was held on 30 April 2024 at 2:00 p.m. at the Company's office at 898, Phloenchit Tower, 5<sup>th</sup> Floor, Phloenchit Road, Lumphini, Pathumwan, Bangkok. The meeting was held via electronic media.

#### **Meeting Convened**

Mr. Sakchai Wirunchiwa, the Company's legal consultant and meeting secretary, welcomed the shareholders and clarified to the meeting that due to the spread of Covid-19, a dangerous communicable disease according to the announcements of the Ministry of Public Health of which everyone was well aware, the Board of Directors voted to hold this meeting as an e-meeting only, with OJ International Co., Ltd., a service provider certified by the Electronic Transactions Development Agency (ETDA), serving to manage the electronic meeting system. The e-meeting in accordance with the criteria and methods required by law.

Subsequently, the meeting secretary announced to the meeting that there were 30 company shareholders who attended the e-meeting personally and by proxy, accounting for 3,252,533,450 shares out of a total of 5,022,246,185 shares, or 64.76% of the total number of shares, meeting the quorum specified in the company regulations.

The meeting secretary introduced to the attendees the company directors attending the emeeting on the meeting date as follows:

### **Directors Attending the E-Meeting**

1.	Mr. Virat	Phairatphiboon	Chairman and Independant Director	
2.	Mr. Pongpinit	Tejagupta	Vice Chairman and Executive Committee	
			Chairman	
3.	Mrs. Sunantha	Tiasuwan	Independant Director, Audit Chairwoman, and	
			Nomination and Remuneration Director	
4.	Mrs. Wanna	Thamsirisup	Independant Director, Audit Director, and	
			Nomination and Remuneration Director	
5.	Mr. Jessada	Promjart	Independant Director, Nomination and	
			Remuneration Chairman, and Audit Director	
6.	Mr. Chatchawin	Charoen-Rajapark	Director	
7.	Mr. Paiboon	Wongjongjaiharn	Director	
8.	Mr. Tinnawat	Mahatharadol	Director and Executive Director	
9	Mr. Titiwut	Soukpornchaikul	Director and Executive Director	
9.	WII: I HI W dt	20 mil 0111011011	Director and Exceditive Director	

11. Mr. Pairoj Wattanavarodom Managing Director

The Company has a total of 11 directors, 11 of whom attended the meeting, accounting for 100% of the total number of directors.

In addition, the Company's auditor, Mr. Chayapol Suppasedtanon, attended the e-meeting to assist the Board in clarifying information to the shareholders.

The meeting secretary clarified to the meeting about the methods used to submit questions for each agenda of the annual general meeting of shareholders as follows:

1. The shareholders could submit questions in each agenda by typing a question in the Q&A feature in the Zoom program and then press "Enter" to submit the question into the system.

2. In asking each question, the attendees were asked to provide their first-last name and specify whether they were a shareholder or a proxy before asking each question for accuracy in recording the minutes to the meeting.

The procedure for voting in each agenda of the general meeting of shareholders was as follows:

1. In voting, each shareholder was asked to switch from the Zoom program to using the Chrome program or web browser to vote in each agendy by selecting the E-Voting menu. After the vote was selected, the system would have another pop-up question requesting the voter to confirm the selection. The voter was to select "Confirm" to confirm the vote.

2. If a shareholder wished to change their vote, they could do this by selecting the option to revote. However, if the agenda was closed for voting, the shareholder would not be able to cast their vote or revote.

3. After the shareholder finished casting their vote, they were to return to the e-meeting page on the Zoom program to continue viewing and listening to the meeting.

4. The system would compile the votes by counting the votes cast by the shareholders via e-voting and votes cast in advance by shareholders through proxy documents.

5. If a shareholder did not cast any votes, this would be considered an "Approval". If no shareholder voted "Dissension" or "Abstention", the meeting resolution would be considered unanimous or approving of the recommendations of the Board of Directors.

6. Each shareholder had one voting right per each share they held.

7. For the counting of the votes in each agenda, the "Dissension" and "Abstension" votes by shareholders were deducted from the total number of shares of the attending shareholders with voting rights in each agenda. The remaining votes were considered approving votes. Furthermore, the votes of the proxies who voted in advance were already taken into account.

8. The meeting chairman assigned the meeting secretary to request votes from the meeting and to announce the resolution to the meeting.

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The the procedures for attending the e-meeting, asking and answering questions and casting votes were clarified in detail to the shareholders in the manual for using the e-AGM system which was sent to the email addresses provided by the shareholders to the Company.

If any shareholder had technical difficulties, they could contact the staff of OJ International Co., Ltd. at Tel. 02-079-1811.

The meeting secretary announced to the meeting that the Company had invited the company shareholders to present matters for including in the meeting agenda and/or to nominate candidates for directorship at the 2024 AGM according to the criteria required by the Company. The announcement was made via the website of the Stock Exchange of Thailand (SET) and the Company's website from 16 October 2023 to 16 January 2024. No issues were presented by company shareholders.

The meeting secretary invited Mr. Virat Phairatphiboon, Chairman of the Board, to serve as the meeting chairman to further commence the meeting.

The chairman welcomed the shareholders and announced to the meeting that there were shareholders who were attending the meeting personally and by proxy, meeting the quorum according to the company regulations. Therefore, the chairman commenced the Annual General Meeting of Shareholders No. 1/2024 of Eastern Star Real Estate Public Co., Ltd. and assigned Mr. Sakchai Wirunchiwa, the meeting secretary, and the work team to run the meeting according to the agendas of the e-meeting.

## Agenda 1 : <u>To adopt the Minutes of Ordinary General Meeting of Shareholders of the Company</u> <u>No. 1/2023.</u>

The meeting secretary requested the meeting to consider the minutes of the Annual General Meeting of Shareholders No. 1/2023 held on 25 April 2023. The Company had sent copies of the meeting minutes to the shareholders along with the meeting invitations.

The meeting secretary asked if any shareholder had any statements they wished to revise or add. Since no shareholders had any statements they wished to revise or add, the meeting secretary proposed for the meeting attendees to cast their votes.

**<u>Resolution:</u>** After consideration, the meeting voted to approve the accuracy of the minutes of the Annual General Meeting of Shareholders No. 1/2023. The shareholders who attended the meeting and cast their votes voted unanimously as follows:

Resolution	Number of	Number of Votes	Percentage
	Shareholders	Cast	
Approval	30	3,252,533,450	100
Dissension	-	-	-
Abstention	-	-	-
Total	30	3,252,533,450	100

# Agenda 2 : <u>To acknowledge the performance results of the Board of Directors for the previous</u> year and th<u>e Annual Report for the fiscal year 2023.</u>

The meeting secretary invited Mr. Pairoj Wattanavarodom, Managing Director, to report the performance of the Board of Directors to the meeting for consideration.

Mr. Pairoj Wattanavarodom, Managing Director, as the representative of the Board of Directors, presented the Company's performance in 2023 and the action plan for 2024 as follows: For the performance in 2023, the Company had a total of 11 projects valued at 7,350 million baht, divided into projects in Bangkok valued at 5,550 million baht, accounting for 75%, and projects in Rayong valued at 1,800 million baht, accounting for 25%.

For 2023, the projects in Bangkok were divided into the following: (1) Condominium projects in the 3-5-million-baht segment valued at 5,000 million baht, accounting for 90%, including completed projects ready for ownership transfers in 2023 valued at 880 million baht, namely, 52 units from the Quintara Phume Sukhumvit 39 and Quintara Arte Sukhumvit 52 projects, as well as the remaining three projects, namely, Quintara MHy'ZEN Phrom Phong Condominium, Quintara MHy'GEN Ratchada – Huai Khwang Condominium and Quintara MHy'DEN Pho Nimit Condominium, that would be ready for ownership transfers in 2024; and (2) One low-rise project in the 7-15-million-baht segment valued at 550 million baht, accounting for 10%. In 2023, the Company recognized income from two projects, including one condominium project and one low-rise project. The projects in Rayong were low-rise projects divided into the 2.5-4.5-million-baht segment valued at 1,100 million baht, accounting for 60%, located on the Burapaphat-Sukhumvit Road and the 5-15-million-baht segment valued at 700 million baht, accounting for 40%, located in the Eastern Star Park area, the ownership transfer figure for which was 70% or 430 million baht in project value.

In 2023, the Company's pre-sale figure was at 1,584 million baht, divided into 1,149 million baht from projects in Bangkok and 435 million baht from projects in Rayong. Compared to 2022, the pre-sale figure had decreased due to the Company not having very many projects. The revenue was at 1,316 million baht, divided into real estate projects in Bangkok valued at 560 million baht from two projects that generated revenue, namely, the Quintara Phume Sukhumvit 39 and Estara Haven Pattanakarn 20 projects, another three projects in the pre-sale phase, and two more projects that would be ready for ownership transfers in 2024. The real estate projects in Rayong were valued at 620 million baht. Compared to the past three years (344 million baht in ownership transfers in 2021), it was found that the projects in Rayong had a growth rate of up to 40% and, at this point, it was the Company's strategy to continue its operations in 2024. The service apartment, and other segments saw a revenue of 136 million baht. From the performance in 2023 of 1,316 million baht, the Company had a profit of 30 million baht.

The Company's backlog as of December 2023 was approximately 1,697 million baht. Ownership transfers in 2024 was valued at approximately 977 million baht, divided into 886 million baht from projects in Bangkok, 91 million baht from projects in Rayong and 720 million baht in ownership transfers in 2025 from Quintara MHy'DEN Pho Nimit Condominium. At present, the backlog figures have increased.

#### 2024 Business Plan

The Company analyzed and summarized the economic conditions in 2024 as follows:

The negative economic trends include (1) the adjustment of the minimum wage to be 400 baht/day, (2) the rising trend in material prices according to energy prices, and (3) commercial banks' strict loan approval policies. The Company has prepared to handle these situations such as the minimum wage adjustment. Currently, the Company's low-rise project uses the precast concrete system. For the purchase of materials and equipment and the commission of condominium or low-rise project construction, the Company enters into contracts 2-3 years in advance. Therefore, for the issue of rises in labor and material costs, the Company has already established budget control plans. As for the approval of loans by financial institutions every three months, the Company has consulted with commercial banks to consider the abilities of the bank and customers to adjust many criteria continuously.

The positive economic trends include (1) interest rates that are stable and have a declining trend; (2) expansion in consumtion by the private sector; (3) the government's EEC policy continues to be implemented consistently; (4) the free visa policy; and (5) the renewal of the measure to lower ownership transfer fees. In summary, the overall real estate market continues to gradually grow.

For 2024, the Company has set the revenue target at 1,732 million baht under these strategies: (1) The Company will maintain the original target group and expand the target group to include the luxury market; (2) The Company will change home functions to suit every age; (3) The Company has set the growth target for Ban Chang, Rayong, at one billion baht per year; and (4) The Company has made adjustents to increase the proportion of low-rise projects and decrease the proportion of condominium projects to generate recognized revenue within the year.

For 2024, the Company has set the pre-sale target at 2,048 million baht, a 32% growth from 2023, including 11 projects divided into condominium projects valued at 1,127 million baht, accounting for 55%, and low-rise projects valued at 921 million baht, accounting for 45%. (The projects in Bangkok were valued at 294 million baht, accounting for 14%, and the projects in Rayong were valued at 627 million baht, accounting for 31%.) As for the revenue, the Company has set a target at 1,732 million baht, a 40% growth from 2023, including a total of 10 projects divided into two condominium projects valued at 634 million baht, accounting for 37%, and low-rise projects valued at 1,000 million baht, accounting for 61%. (The projects in Rayong were valued at 667 million baht and the projects in Bangkok were valued at 385 million baht.)

In 2024, there are two condominium projects, namely, Quintara MHy'GEN Ratchada – Huai Khwang Condominium, the ownership transfer for which will commence in the third quarter of 2024, and Quintara MHy'ZEN Phrom Phong Condominium, the ownership transfer for which will

commence in will commence in the fourth quarter of 2024. In 2024, the Company expects to generate a revenue of approximately 400 million baht from these projects.

In addition, there are three low-rise projects valued at a total of 1,600 million baht as follows:

(1) Grand Velana Phunvilla, a project in the 15-20-million-baht luxury segment valued at 100 million baht with a total of six units, will be launched in the first quarter of 2024.

(2) Velana Hyde U-tapao – Ban Chang, a modern-classic-style detached house project for all ages in the 5-9-million-baht segment valued at 800 baht with a total of 128 units, will be launched in the second quarter of 2024.

(3) Estara Hyde Suvarnabhumi, a modern-chic-townhome-style project for the modern generation with a vertical garden to provide the feeling of being close to nature. The project is a 2- and 3-story townhome project in the 3.5-5-million-baht segment valued at 700 million baht with a total of 160 units. The project will be launched in 2024, with 50 units being launched in the third quarter of 2024.

The Company makes gradual 5-year business plans by setting a goal to launch 1-2 new projects per year. The income goal for projects in Bangkok is a project value of 2,000 million baht per year and 1,000 million baht for projects in Rayong. The Company has a total of 12-15 projects.

In addition, the Company is confirmed as a member of the Thai Private Sector Collective Action Coalition on 3 June 2021 and the Company is in the process of preparing to submit an application to renew the certificate for the second time. In 2023, the Company had no complaints or reports related to corruption.

The Meeting Secretary inquired whether any shareholders had other questions or topics related to performance that the shareholders would like the Board of Directors to explain more about.

Mr. Photsawat Phanitchai, a shareholder, asked how the real estate market situation in early 2024 is, how the Company's sales, pre-sales, and backlogs are, and if the Company has plans to launch new projects in Bangkok and Rayong. In addition, Mr. Photsawat Phanitchai asked what the Company's plans are to use land in Rayong for development to support the EEC.

Mr. Pairoj Wattanavarodom, Managing Director, explained that, as the Company's performance has been reported, the real estate market is gradually growing in the segment in which the Company is operating. In Quarter 1 of 2024, the Company's transfers and recognized income continued to grow in a positive direction. As for the backlog previously reported at the end of 2023, the backlog is approximately 1,000 million baht. In Quarter 1 of 2024, trends remain positive. Shareholders can consider information further from the Company's annual report of 2023. Regarding plans for launching projects, the Company has plans to launch three projects in 2024. One project is located in Bangkok, and two projects are located in Rayong. As previously reported, the goal for business plans in the next three years is 3,000 million baht. The Company has more horizontal housing, fewer condominiums, and moved the segment to the price of 10 million baht.

Mr. Photsawat Phanitchai, a shareholder, inquired about the Company's growth opportunities because he sees that the Company has low liabilities, and the Company is able to borrow significantly more money while competitors are having liquidity problems.

Mr. Pairoj Wattanavarodom, Managing Director, explained that the Company will launch three projects valued at over 1,000 million baht and the Company will gradually grow.

Mr.Suparerg Sasipaphanuwat, SVP-Accounting,Finance & IT Department, explained further that, according to information in the financial statement disclosed by the Project in the annual report of 2023, the Company has a short-term loan limit of 990 million baht and a long-term loan limit of 1,909 million baht, which is a total of 2,900 million baht. This is an advantage for the Company in conditions where commercial banks are beginning to have strict measures in granting loans to business operators. The Company has plans to use these loan limits in project development as Mr. Pairoj Wattanavarodom, Managing Director, informed shareholders. In using the loan limits, the Company will adhere to the principle of prudence and gradually use limits ultimately for the benefit of shareholders.

Mr. Titiwut Soukpornchaikul, Executive Director, explained further that the Company's D/E ratio is low because of the Company's high capital while the Company has significant assets in the form of land in Ban Chang District, Rayong Province, which are pending development. This causes the Company to have low D/E. All the Company's projects are granted loans from a bank. Furthermore, in 2024, for projects that have been constructed and ownership rights have been transferred, the Company has repaid almost all the loans. In the case of loas taken out to complete projects, the Company's loans are not tied to only Bank of Ayudhaya Public Company Limited. If any bank makes a better offer, the Company will take out loans from that bank.

Since no other shareholders had any further questions, the Meeting Secretary summarized that the meeting had acknowledged the Board of Directors' performance in 2023 and the annual report of 2023.

## Agenda 3 : <u>To consider and approve the Statements of Financial Position and the Statements of</u> <u>Comprehensive Income of the Company for the fiscal year ended 31 December 2023.</u>

The Meeting Secretary invited Mr. Suparerg Sasipaphanuwat, Chief Financial and Accounting Officer, to explain the details for the meeting's consideration.

Mr.Suparerg Sasipaphanuwat, SVP-Accounting, Finance & IT Department, summarized numbers in the consolidated financial statement as of 31 December 2023, which was audited and certified by certified public accountants from EY Office Co., Ltd., as follows:

1. The Company's total assets are at 6,868 million baht, an increase of 458 million baht mainly from real estate development costs and inventory because the Company has a total of five housing and condominium projects in ongoing development.

2. Total liabilities are at 1,887 million baht, an increase of 412 million baht from loans taken out from financial institutions to develop new projects as shown in the Company's assets.

3. In the profit-loss statement, the Company's total income from sales, leases, services, and other income was at 1,316 million baht, a reduction from 2022 by 504 million baht due to declines in real estate business income. The reasons for income reduction are according to explanations already given by Mr. Pairoj Wattanavarodom, the Managing Director. The Company's net profit was 30 million baht, a reduction by 20 million baht caused by reductions in income from real estate and leases. Other details can be considered by shareholders from the financial statements sent to shareholders with meeting invitations.

The Meeting Secretary asked if any shareholders had questions.

Miss Oraphin Ruengkhachon, a proxy from the Thai Investors Association, had the following inquiries: (1) According to the Company's disclosure in the remarks accompanying the financial statement on Page 171, the Company made a record of allowance for potential damages from the summary of case considerations in which the Company was sued by persons in civil cases related to real estate purchase/sale agreements, consumer cases in which project juristic persons filed charges, and a number of other legal cases considered to be suitable in the Company's financial statement. Miss Oraphin Ruengkhachon would like to know what is the appropriate percentage reported in the value of compensation for damage demanded at 197 million baht and how this was recorded in financial statements; and (2) What does the Company's expect the likely result of legal cases will be?

Mr.Suparerg Sasipaphanuwat, SVP-Accounting,Finance & IT Department, explained as follows: (1) In legal cases in which the Company was sued, the Company set allowance based on the value of legal cases in which damaged parties made demands. According to the Company's policy, provisions are set based on progress in legal cases at approximately 50%. This value is already set and shown in the Company's liabilities; (2) Concerning legal case outlook, the Company expects that the Company will have to accept liability for damage in some legal cases at no more than 20% of legal case values. The Company has already set allowances for liabilities with coverage of damages that occurred.

Mr. Photsawat Phanitchai, a shareholder, asked based on goals set for the Company's future growth regarding how the Company's should have subsequent growth and what the Company's dividend payout plans are.

Mr. Pairoj Wattanavarodom, Managing Director, explained that, based on the policy on dividend payouts, the Company considers payouts from performance at 50% according to the Company's business plans in the next three years. The Company's performance is likely to be 2,000-3,000 million baht and profits are likely to be positive. Therefore, dividend payouts are likely to be according to the Company's policy.

Since no shareholder had any further questions, the Meeting Secretary proposed for the meeting to vote.

<u>Resolution</u>: After the meeting has deliberated, the meeting passed a resolution to approve the Company's aforementioned consolidated statement of financial status and profit-loss statement for the year ended on 31 December 2023. The meeting passed a resolution by a unanimous vote of all shareholders in attendance who casted votes as follows:

Resolution	No. of	No. of Votes Cast	Percentage
	Shareholders		
Approval	30	3,252,533,450	100
Dissension	-	-	-
Abstention	-	-	-
Total	30	3,252,533,450	100

# Agenda 4 : <u>To consider and approve the appropriation of profits and the non-payment of</u> <u>dividends for the performance results of the fiscal year 2023.</u>

The Meeting Secretary invited Mr. Suparerg Sasipaphanuwat, Chief Financial and Accounting Officer, to explain the details for the meeting's consideration.

Mr.Suparerg Sasipaphanuwat, SVP-Accounting,Finance & IT Department, explained to the meeting that, in the past year of 2023, the Company and subsidiaries have a net profit from performance of 29,925,922 baht and the Company's separate financial statement showed a net profit from performance of 19,439,917 baht. Therefore, the Board of Directors passed a resolution to present the matter to the shareholder meeting to consider approving allocation of part of the Company's profit as legal reserve in the amount of 1,000,000 baht along with cancelling dividend payouts for performance in 2023 to the Company's shareholders because the Company needs to maintain cash flow for future investments in new projects.

The Meeting Secretary asked if any shareholders had questions. Since no shareholder had any questions, the Meeting Secretary proposed for the meeting to vote.

Resolution: After the meeting has deliberated, the meeting passed a resolution approving allocation of part of the Company's profit as legal reserve in the amount of 1,000,000 baht and cancellation of dividend payouts for performance in 2023 to the Company's shareholders because the Company needs to maintain cash flow for future investments in new projects. The meeting passed a resolution by a unanimous vote of all shareholders in attendance who casted votes as follows:

Resolution	No. of Shareholders	No. of Votes Cast	Percentage
Approval	30	3,252,533,450	100
Dissension	-	-	-
Abstention	-	-	-
Total	30	3,252,533,450	100

## Agenda 5 : To consider the election of the directors in place of those retiring by rotation.

The Meeting Secretary explained to the meeting that this agenda item is required to be considered in compliance with laws and company regulations that require one-third of all directors who have been in office longest to leave positions every year upon the expiration of their terms as directors while retaining the right to be re-elected as directors of the Company. Therefore, the following 4 directors, which is one-third of 11 directors, who have been in office for three years are required to leave positions at the annual general meeting of 2024:

- 1. Mr. Virat Phairatphiboon
- 2. Mr. Pongpinit Tejagupta
- 3. Mr. Nuttawit Boonyawat and
- 4. Mr. Pairoj Wattanavarodom

The Company announced and invited for the Company's shareholders to nominate individuals for consideration of election as directors in the annual general meeting of 2024 according to criteria specified by the Company via the websites of the Stock Exchange of Thailand (SET) and the Company from 16 October 2023 to 16 January 2024. No shareholder had nominated individuals to be considered for election as company directors.

The Board of Directors considered suitability in terms of qualifications, knowledge, competence, and experience that will benefit the Company's performance. Therefore, the Board of Directors has seen fit to propose for the shareholder meeting to consider the following items:

(1) Re-election of Mr. Virat Phairatphiboon, a director required to leave his position upon the expiration of his term at this meeting, as company director and independent director for another term.

(2) Re-election of Mr. Pongpinit Tejagupta, Mr. Nuttawit Boonyawat, and Mr. Pairoj Wattanavarodom who are directors required to leave his position upon the expiration of their terms at this meeting, as company directors for another term.

The Company has already sent names, backgrounds, information on directorship and/or shareholding in other companies that have or may have the same conditions as the Company and are competitors or potential competitors against the Company's business of each director nominated for election by the meeting with meeting invitations.

Because voting to elect directors is done by shareholders via electronic media, which gives shareholders independence, the meeting permitted the nominated directors to not be required to leave the system. The Meeting Secretary asked if any shareholder had questions. Since no shareholder had any questions, the Meeting Secretary proposed for the meeting to vote on the appointment of individual directors.

<u>Resolution</u>: After the meeting deliberated, the meeting voted as follows: (1) Mr. Virat Phairatphiboon, a director required to leave his position upon the expiration of his term at this meeting, is re-elected to his positions as company director and independent director for another term; and (2) Mr. Pongpinit Tejagupta, Mr. Nuttawit Boonyawat, and Mr. Pairoj Wattanavarodom, directors required to leave positions upon the expiration of their terms at this meeting, are re-elected to another term as company directors. The meeting passed a resolution by a unanimous vote of all shareholders in attendance who casted votes as follows:

(1) Mr. Virat Phairatphiboon

Resolution	No. of Shareholders	No. of Votes Cast	Percentage
Approval	30	3,252,533,450	100
Dissension	-	-	-
Abstention	-	-	-
Total	30	3,252,533,450	100

#### (2) Mr. Pongpinit Tejagupta

Resolution	No. of Shareholders	No. of Votes Cast	Percentage
Approval	30	3,252,533,450	100
Dissension	-	-	-
Abstention	-	-	-
Total	30	3,252,533,450	100

#### (3) Mr. Nuttawit Boonyawat

Resolution	No. of	No. of Votes Cast	Percentage
	Shareholders		
Approval	30	3,252,533,450	100
Dissension	-	-	-
Abstention	-	-	-
Total	30	3,252,533,450	100

#### (4) Mr. Pairoj Wattanavarodom

Resolution	No. of	No. of Votes Cast	Percentage
	Shareholders		
Approval	30	3,252,533,450	100
Dissension	-	-	-
Abstention	-	-	-
Total	30	3,252,533,450	100

Therefore, the Board of Directors has 11 directors as follows: . ..

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1. Mr. Virat	Phairatphiboon
2. Mr. Pongpinit	Tejagupta
3. Mrs. Sunantha	Tiasuwan
4. Mrs. Wanna	Thamsirisup
5. Mr. Jessada	Promjart
6. Mr. Chatchawin	Charoen-Rajapark
7. Mr. Paiboon	Wongjongjaiharn
8. Mr. Tinnawat	Mahatharadol
9. Mr. Titiwut	Soukpornchaikul
10. Mr. Nuttawit	Boonyawat
11. Mr. Pairoj	Wattanavarodom

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#### Agenda 6 : To consider the fixing of the remuneration to the Board of Directors for the year 2024.

The Meeting Secretary explained to the meeting that Article 90 of the Public Limited Companies Act of B.E. 2535 (1992) and company regulations require remuneration paid to the Board of Directors to be approved by the shareholder meeting. The annual general meeting of the previous year approved for the Company to pay remuneration to the Board of Directors within a limit of no more than 9,500,000 baht. For remuneration in this year of 2024, the Board of Directors proposed for the shareholder meeting to approve for the Company to pay remuneration to the Board of Directors within a limit of no more than 9,500,000 baht by authorizing the Board of Directors to consider allocation of the aforementioned remuneration to each director as appropriate. This amount is equal to remuneration in 2023 and details on remuneration paid to the Board of Directors in past years are shown in the meeting invitations sent to shareholders.

The Meeting Secretary asked if any shareholder had questions. Since no shareholder had any questions, the Meeting Secretary proposed for the meeting to vote.

After the meeting has deliberated, the meeting passed a resolution approving for **Resolution**: remuneration to the Board of Directors in 2024 to be set within a limit of no more than 9,500,000 baht and authorized the Board of Directors to consider appropriate allocation of the aforementioned remuneration to each director. The meeting passed a resolution by a unanimous vote of all shareholders in attendance who casted votes as follows:

Resolution	No. of Shareholders	No. of Votes Cast	Percentage
Approval	30	3,252,533,450	100
Dissension	-	-	-
Abstention	-	-	-
Total	30	3,252,533,450	100

# Agenda 7 : <u>To consider the appointment of the auditors of the Company for the fiscal year 2024</u> and fixing of the remuneration.

The Meeting Secretary explained to the meeting that this agenda item must be considered in compliance with the law. The Company's auditor is due to depart from the position upon expiration of the term and may be reappointed to the position. The Board of Directors has seen fit to propose for the meeting to consider appointing Mrs. Kingkan Atsawarangsarit, Certified Public Accountant No. 4496, or Mr. Kitti Techakasembundit, Certified Public Accountant No. 9151, or Miss Sumana Punpongsanon, Certified Public Accountant No. 5872, or Mr. Chayapol Suppasedtanon, Certified Public Accountant No. 3972, of EY Office Co., Ltd. as the Company's auditor for the fiscal year of 2024 along with proposing setting auditors' remuneration within a limit of no more than 1,490,000 baht.

The Meeting Secretary asked if any shareholder had questions. Since no shareholder had any questions, the Meeting Secretary proposed for the meeting to vote.

<u>Resolution</u>: After the meeting has deliberated, the meeting passed a resolution to appoint Mrs. Kingkan Atsawarangsarit, Certified Public Accountant No. 4496, or Mr. Kitti Techakasembundit, Certified Public Accountant No. 9151, or Miss Sumana Punpongsanon, Certified Public Accountant No. 5872, or Mr. Chayapol Suppasedtanon, Certified Public Accountant No. 3972, of EY Office Co., Ltd. as the Company's auditor for the fiscal year of 2024 along with setting auditors' remuneration within a limit of no more than 1,490,000 baht. The meeting passed a resolution by a unanimous vote of all shareholders in attendance who casted votes as follows:

Resolution	No. of Shareholders	No. of Votes Cast	Percentage
Approval	30	3,252,533,450	100
Dissension	-	-	-
Abstention	-	-	-
Total	30	3,252,533,450	100

The Meeting Secretary informed the meeting that the Board of Directors no longer had any agenda items and topics to present for the meeting's consideration and asked if any shareholders had further questions.

Miss Oraphin Ruengkhachon, a proxy from the Thai Investors Association, stated the Thai Investors Association has a policy to propose for companies listed on the Stock Exchange of Thailand (SET) to host hybrid on-site and online general or special shareholder meetings to facilitate meetings, communications, and inquiries between shareholders, executives, and the Board of Directors. This is consistent with the circulated Securities and Exchange Commission (SEC) Notification No. Gor. Lor. Tor. Nor. Ror. (Wor.) 2/2024 on Request for Cooperation on Hosting Shareholder Meetings dated 10 January 2024. Therefore, Miss Oraphin Ruengkhachon proposed for the Company consider hosting hybrid meetings according to the policy of the Thai Investors Association.

Mr. Pairoj Wattanavarodom, Managing Director, stated the Company will accept the proposal on hosting hybrid shareholder meetings for consideration. The Company asked to consider according to the COVID-19 situation and will give further notification.

Afterwards, since no shareholder had any further questions, the Meeting Secretary invited the Meeting Chairman to adjourn the meeting.

On behalf of the Board of Directors, the Chairman thanked all shareholders for having attended the meeting and always supporting the Company's business. The Chairman adjourned the meeting at 3:25 pm.

Signed <u>-Signature-</u>Meeting Chairman (Mr. Virat Phairatphiboon)

Signed -Signature- Meeting Recorder

(Ms. Chonticha Pansmai)