



Minutes of the 2025 Annual General Meeting of Shareholders Prodigy Public Company Limited

Meeting on Wednesday, April 23, 2025, at 10.00 a.m., at Pinklao Room 1, 9th Fl., Royal City Hotel No. 798, 800 Borommaratchachonnani Road, Bang Bamru Subdistrict, Bang Phlat District, Bangkok 10700

Participated Directors

- | | | |
|-----------------------|----------------|--|
| 1. Assoc.Prof.Prayoon | Boonprasurd | Chairman/ Audit Committee / Independent Director |
| 2. Ms.Thipawan | Uthaisang | Chairman of Audit Committee/Independent Director |
| 3. Mr.Purnrux | Nacob | Chairman of Strategic Risk and Sustainability/ Director |
| 4. Mr. Pramote | Santiwattana | Director |
| 5. Mr.Vorravuth | Tangpiroonthum | Director |
| 6. Mr.Vachara | Vitayatanagorn | Director/Executive Committee |
| 7. Mr.Pachai | Chanpitakasa | Director |
| 8. Mr.Thongchai | Tansutat | Director/ Chairman of the Executive Committee/ Managing Director |

The company directors who attended the meeting via electronic means

- | | | |
|--------------|----------------|---|
| 1. Ms.Pikul | Taksinwarajarn | Chairman of Corporate Governance
Nomination and Remuneration Committee /
Independent Director |
| 2. Dr.Thanet | Norabhoompipat | Independent Director |

Participated in the Executive Committee and Management

- | | | |
|------------------|---------|--|
| 1. Mrs.Lakkhanar | Romruen | Executive Committee/ Risk Management
Committee/ Accounting & Financial
Manager (Chief Financial Officer) |
| 2. Ms.Warunee | Buayai | Administrative and Warehouse Manager |

The meeting commenced at 10.00 am.



Assoc. Prof. Prayoon Boonprasurd, Chairman of the Board, presided over the meeting. Ms. Thitikarn Sa-nganetpetch, Company Secretary, was the secretary of the meeting.

As for the company's directors, there are currently 10 directors and in this meeting, 10 directors attended the meeting, all 10 of whom attended the meeting, representing 100 % of the total number of directors.

The meeting secretary reported that the Company has a registered capital of 148,500,000 baht and paid-up capital of baht 148,499,964.50 baht , consisting of 296,999,929 shares. There are 16 shareholders participated in the meeting in person and 26 proxies, total number of attendees 42 shareholders having a total of shares 204,599,083 shares, representing 68.89 percent of the total shares, which exceeds one-third of the total paid-up shares, thus forming a quorum according to Articles of Association No.35

The secretary introduces the auditor's representative to attend the meeting on behalf of the company's auditor. from the EY office Ltd. including Mrs.Chonlaros Suntiasvaraporn and Ms. Isaraporn Wisutthiyan, who attended the meeting, Including legal advisor, Itthiphon Thoratana Law Office Limited: Mr.Itthiphon Thoratana in the meeting.

To comply with the criteria and guidelines from the Stock Exchange of Thailand (SET) and the Securities Exchange Commission (SEC) to make meeting transparent, fair and in the best interest of the shareholders, there shall be voting on every agendas, the company invited Mr.Itthiphon Thoratana to inspect the vote counting process.

According to the Thai Investors Association has implemented the project "Assessment of the Quality of the Annual General Meeting of Shareholders" has sent the association's staff appointed as Shareholders' Rights Protection Volunteer, who is Mr. Saridpong Tesabumrung, a proxy from the Thai Investors Association. He also attended this meeting.

In addition, the company has arranged two company's staff 2 person to carry out score processing. The details are as follows.

The secretary clarified the voting method according to the Public Limited Company Act, Section 107 (1) and Article 38 of the Articles of Association. It stipulates that the resolution of the shareholders' meeting in normal cases is based on the majority vote of the shareholders who attend the meeting and vote. By counting, 1 Share is 1 vote. If there are equal votes, the chairman of the meeting shall have an additional vote as a casting vote.

In the event that shareholders appoint proxies to others to attend the meeting on their behalf, it shall be deemed that the proxy holder has votes equal to the number of votes cast. There are shareholders who have proxies. In this regard, the votes for each agenda item that the shareholders voted in the proxy form shall be counted as votes for meeting resolutions.

The voting according to proxy form A and B could not be divided of each agenda, only proxy form C could be divided, and it shall be used by foreign shareholders who have appointed local custodian deposited their stocks only.



Only one proxy from one shareholder can participate meeting and vote, it could not be divided to many proxies for separated vote.

The Company has applied barcode system for voting process for every agenda in order to provide convenient, quick and accurate voting process according to the guidelines provided by the Stock Exchange of Thailand and Securities Exchange Commission. The voting process is that every shareholder received a voting ballot with all voting agendas upon the registration. The voting ballot would indicate number of votes of the shareholder. The voting ballot provides 3 voting choices, approved, objected, or abstained. Upon the end of every agenda, the Chairman would ask the meeting to vote. The Company's staff would collect the voting ballot from shareholders. To ensure a quick and efficient voting process, during the voting of every agenda, except agenda which is the director's appointment, shareholders shall only cast objected and abstaining votes. The approved votes shall be deducted by subtracting those votes from the total participating shares.

Except for Agenda 6, to consider the election of directors to replace those who retired by rotation. must have a vote. One of the channels is Agree, Disagree, or Abstain by voting on the ballot for the election of directors classified individually.

For a ballot that has more than one mark or a ballot that has been crossed out. or clearly expressed intent and without a signature will be regarded as an invalid card and not counted as votes in that resolution. Therefore, if the attendees want to make changes, cross out the original ones, and sign to prevent it from being a void card

In case the shareholder was not present during any agenda and wished to preserve the voting right, the shareholder could notify the staff at the registration table to deduct shares held by the shareholder from total participating shares, which will be added back to the participating share counts upon arrival. If the shareholders did not notify the staff, it shall be deemed that the shareholders gave approval votes.

In case the shareholder need to leave the meeting before it is over and did not wish to vote on the remaining agenda, the shareholder must indicate the intention to the registration staff. Otherwise, it shall be deemed that the shareholders gave approval votes.

As the company has delivered the meeting agenda to all shareholders. and gave the opportunity to shareholders to propose agenda for consideration in this meeting through the Company's website. Since October 15 , 2024 – January 15, 2025 , but it appears that there is no shareholder Propose an agenda for consideration to the company.

In addition, the Company provides an opportunity for shareholders to send questions about each agenda item or important information of the Company to the Company Secretary in advance of the meeting date. During April 1 – 15, 2025 via email thitikan@prodigy.co.th Via facsimile number 034 - 332613 , it appears that no shareholder sent any questions to the Company.



The Chairman opened the meeting and welcomed the shareholders attending the 2025 Annual General Meeting of Shareholders . Then, the Chairman introduced the directors attending the meeting to the shareholders. and assigned Mr.Thongchai to introduce Executives attending this meeting informed the meeting.

Agenda 1 The matters, the Chairman notify in the 2025 Annual General Meeting of Shareholders.

The chairman assigned Mr.Thongchai Tansutat, Managing Director report to the meeting about the operations of The companies in the past year are as follows:

1. Anti-corruption and bribery actions

1.1 Policy Review

The Board of Directors has reviewed the Anti-Corruption Policy to ensure its alignment with the current situation and cover all forms of corruption on February 14, 2024 and has resolved to officially announce the policy as the Company's policy.

1.2 Dissemination and promotion of awareness

The Company has disseminated its anti-corruption policy to both internal and external stakeholders, with the following operational guidelines:

- Provide orientation training for new employees to ensure they are aware of and comply with the company's policies.
- Prepare internal circular letters and send them to all departments/divisions, and publish them via the company's Line Official channel so that all levels of personnel are fully informed.
- Send a letter to inform business partners and customers to acknowledge and request their cooperation in complying with the policy.
- Post and publish the policy on the Company's website to facilitate easy and transparent access to information.

1.3 Risk Management

The executives give importance to risk management to prevent and reduce the opportunities for corruption in all forms by creating awareness among the employees to perform their duties with accuracy, transparency and accountability.

1.4 Declaration of Intent to Participate in the Collective Action Against Corruption.

The Company has applied for the renewal of its membership certification of the Private Sector Collective Action Coalition Against Corruption (CAC) and was officially certified for the second time last year, which is a clear demonstration of the Company's intention to conduct business with good governance .



2. Assessment of corporate governance of listed companies

The Company has participated in the Corporate Governance Report of Thai Listed Companies 2024 project , which is conducted by the Thai Institute of Directors Association (IOD) that total of 808 listed companies participating in the assessment in the last year.

The Company received an evaluation result at the “Very Good” or 4-star level, reflecting effective and ethical corporate governance .

3. Certification and maintenance of quality management system standards

In the past year, the company has been continuously certified for various management system standards to enhance the quality of operations and build confidence for customers as follows:

- ISO 14001:2015 (Environmental) Standard
- ISO 9001:2015 (Quality) Standard
- HACCP & GHPs standards for product manufacturing processes

The company continues to focus on maintaining and developing standards consistently, taking into account the quality of products, safety and customer satisfaction in every business process.

The meeting acknowledged

Agenda 2 To consider and certify the Minutes of the 2024 Annual General Meeting of shareholders as April 24,2024

The Company held its 2024 Annual General Meeting of Shareholders on Wednesday , April 24 , 2024. With a copy of the report. The meeting is as shown in Appendix 1. As previously sent the meeting invitation letter in QR Code format to shareholders, the Company has prepared the meeting report within 14 days from the date of the general shareholders' meeting. The Company has submitted it to the Stock Exchange of Thailand and the Ministry of Commerce within the time period stipulated by law and published on the Company's website .

The Committee is of the opinion that the minutes of the meeting were recorded correctly and in accordance with the facts. Then, it is deemed appropriate to propose that shareholders approve the meeting report. However, if any shareholder has considered the report and wishes to amend any part, Please inform the meeting.

When no shareholder requested any amendment to the 2024 Annual General Meeting of Shareholders report On Wednesday, April 2 , 2024. The Chairman therefore requested the meeting to consider approving the report of the 2024 annual general meeting of shareholders .

Meeting resolution The meeting considered and resolved to approve the minutes of the 2024 annual general meeting of shareholders. The unanimous vote of the shareholders attending the meeting and casting votes. The voting result is as follows:



	Votes	Percent of total votes of shareholders who present at the meeting and cast their votes
Approved	204,599,083	100.000
Disapproved	0	0.000
Abstained	0	0.000
Voided Ballot	0	0.000
Total Votes	204,599,083	100.000

(Abstentions are not included in the calculation of the vote count.)

42 participants in total with a total number of votes of 204,599,083 votes.

Agenda 3 To inform and Report the company's operating results for the year 2024.

The Chairman assigned Mr.Thongchai Tansutat, Managing Director, to report the company's operating results for the year 2024 . In the past, the meeting was informed.

The Managing Director informed shareholders of the Company's performance report for the year 2024 , which was published through the 2024 Annual Report , Form 56-1 One Report , the Stock Exchange of Thailand's website and the Company's website .

The Managing Director provides additional information.

Global Economic Overview

The global economy remains highly volatile amid international economic and political uncertainty. Major factors affecting the situation include geopolitical conflicts in several regions, such as the ongoing war in Europe, the violence in the Gaza Strip, and tensions in Asia, especially in the South China Sea.

In addition, inflation in many countries remains high, affecting the purchasing power of consumers worldwide and leading to a slowdown in international consumption and investment. In addition, there are trade sanctions at the bilateral and multilateral levels, such as the US government's measures to limit the export of computer chips to China and the announcement of an oil embargo with Iran, all of which are factors that exacerbate the fragility of the global economy.

Overview of the Domestic Economy

Domestic Economic policy implementation continues to be affected by delays in government formation, which has resulted in budget approvals and economic stimulus measures not being implemented as planned, resulting in delays in the country's economic drive.

The manufacturing sector in 2024 will be pressured by persistently high production costs, which will have an impact on many industries. At the same time, Thailand will face the problem of an influx of low-priced goods from China, which will put pressure on domestic manufacturers, especially in some



industries that have been severely affected, to the point of having to lay off workers or close down businesses.

In terms of finance and consumption, households still have high debt levels, while the non-performing loan (NPL) rate within the financial system is at a worrying level, causing financial institutions to be more cautious in approving loans, especially in the real estate and auto hire-purchase sectors, leading to car sales falling by more than 20 percent compared to the same period last year.

Although the government has implemented economic stimulus measures in many areas, it has not been able to stimulate the circulation of money within the economic system as expected. In 2024, the gross domestic product (GDP) grew by 2.5 percent, which is considered low when compared to neighboring countries in the ASEAN region and close to the lowest level of the group.

As mentioned above, the Company can operate according to the operating results report for 2024 as follows:

(หน่วย : ล้านบาท)

	Year 2567	% On Sale	Year 2566	% On Sale	% 2024/2023
Total income	633.502	100.00	634.413	100.00	(0.14)
Cost of Goods Sold	480.093	75.78	533.848	84.14	(10.07)
Gross profit	153.409	24.22	100.566	15.85	52.55
Selling and administrative expenses	63.077	9.96	67.160	10.58	(6.08)
Earnings before interest	85.835	13.55	33.889	5.34	153.28
Financial expenses and interest expenses	0.330	0.05	0.325	0.05	1.54
Profit before tax	88.139	13.91	35.946	5.66	145.20
Income tax	17.559	2.77	7.050	1.11	149.06
Net profit	70.581	11.14	28.897	4.55	144.25

From the operating results, it can be seen that the company has sales in 2024 at 633.502 million baht , which is similar to the previous year. In the past year, The company has implemented effective and appropriate cost management measures. When compared to the previous year, the cost of goods sold decreased by 10.07 percent , resulting in a gross profit of 153.409 million baht , an increase of 52.55 percent when compared to the previous year.

In terms of expenses

Selling and administrative expenses were 63.077 million baht , decreased 6.08 percent from the previous year , with financial expenses such as bank fees for various transactions, etc., at a level similar to the previous year.

As a result, in 2024 , the company had a net profit of 70.581 million baht, an increase of 144.25 percent compared to 2023. The cause was better cost management with the main components classified as follows:



1. Resulted from the declining trend in PET plastic resin prices.
2. Significantly lower energy costs compared to the previous year.
3. Improved efficiency in production process management, contributing to more effective cost control.

The Managing Director allows attendees to have questions by writing their questions on question cards so that the company's staff can collect the questions to answer. Or if attendees are unable to submit their questions in time for that agenda, the company's staff will collect the questions to answer in the next agenda.

Since this agenda is for information, there will be no voting.

Meeting resolution To acknowledge the company's performance report for the year 2024.

Agenda 4 To consider and approve the Company's financial statements for the year 2024, as ended December 31, 2024.

The chairman invited Mr.Thongchai Tansutat, Managing Director reported to the meeting for consideration.

Statement of financial position and profit and loss statement for the year 2024, as ended December 31 , 2024.

Financial information Ends on December 31, 2024	Year 2024	Year 2023	Year 2022
Cash (million baht)	338.287	309.779	265.471
Total assets (million baht)	719.771	764.480	721.040
Total debt (million baht)	136.023	176,000	104.464
Shareholders' equity (million baht)	583.748	588.481	616.576

Cash and cash equivalents 338.287 million baht Increased from the previous year by 28.508 One million baht Total assets were 719.771 million baht, down 44.709 million baht or 5.85 percent from the previous year. Total debt was 136.023 million baht , down 39.977 million baht from the previous year , or 22.71 percent . Shareholders' equity was 583.748 million baht , down 4.733 million baht from the previous year . One million baht is 0.80 percent .

Overall, the Company's financial position in 2024 was better managed compared to the previous year.

Financial information Ends on December 31 , 2024	Year 2024	Year 2023	Year 2022
Total income (million baht)	633.502	634.414	759.072
Total expenses (million baht)	547.667	600.525	708.298
Profit before income tax (million baht)	88.139	35.946	50.897
Net profit (million baht)	70.581	28.897	40.627
Earnings per share (baht)	0.24	0.10	0.14



From the above operating results table presented for shareholders to consider, it can be seen that there will be an increase in net profit when compared to 2023, an increase of 144.25 percent , with profit per share at 0.24 baht .

The key financial ratios are as

Financial ratios	Year 2024	Year 2023	Year 2022
Liquidity ratio (times)	5.20	5.97	4.27
Net profit ratio (%)	11.14	4.55	5.37
Debt to Equity Ratio (times)	0.20	0.18	0.19
Return on Equity (%)	11.62	4.90	6.96

Current Ratio is 5.20 times , Net Profit Ratio is 11.14 percent , Debt to Equity Ratio (D / E) is 0.20 times and Return of Equity is 11.62 percent . Overall, it is in a positive direction when compared to 2023 .

The financial statement and profit and loss statement for the period ending 31 December 2024 have been prepared by the Company. In accordance with Generally accepted accounting principles and have been prepared and certified by public accountant from EY Office Limited and have been audited and reviewed by the Audit Committee, including the consideration of the Board of Directors for presentation to shareholders for consideration and approval. Shareholders can view the details in the Company's annual report, which has been sent to shareholders together with the Company's meeting invitation letter. The Board of Directors has considered and found that the financial statements and profit and loss statements have been prepared correctly and have been audited in accordance with all procedures.

The Managing Director allowed the participants to ask additional questions about this agenda by writing questions on question cards. It turned out that some participants had questions, which were as follows:

Mr. Hungchai Akkhawatskul as the proxy.

Question: Is there any preparation for management this year? I believe that competition in business will become more intense.

Mr. Thongchai Tansutat Managing Director

Answer: From your question, it can be seen that the trend in terms of business direction in many categories may be received. The impact of the various measures of the President of the United States on the Company's part may not be affected. In this section, since the company operates domestically, it is not involved in the import business and export, but may be indirectly affected in the case that the customer is an import and export business. Another issue that may have an impact on the Company's business is because the Company's business is an internal business. If the domestic economy is not good, it will affect the company's performance, which in many years



In the past, the company has been indirectly affected in this area to some extent. Therefore, the company has a management approach as follows:

1. Expand the company's customer base

1.1 Expand customer base in existing product groups, The operation has been ongoing until now.

1.2 Expand your customer base by creating new product lines

The operation started last year with the addition of a customer group in the pharmaceutical Group in the past year, Over the past years, customers in this group have been able to generate sales for the company of up to 30 million baht and are able to replace the sales of products in the group, whose sales decreased, resulting in the company having income in the past year.

In addition, the pharmaceutical product group has a relatively high margin compared to products in other groups. Especially when compared to the drinking water market segment with the lowest margin, it helps to improve the results of operating in 2024, gross profit and net profit were better than the previous year.

From the above guidelines, the Company will continue to use them as the main principles for continuous management. For the management direction in 2025, the Company has guidelines for expanding new business groups through:

The Board of Directors has considered and approved the investment in purchasing plastic injection machines to expand the business direction. In terms of injection molding, such as vegetable oil caps, fish sauce caps, etc., the company originally ordered the caps from suppliers. To be distributed to the company's customers, but in 2025 the company will proceed with injecting plastic caps (some categories). To sell to customers, it is a new business expansion approach of the company that will start operations in 2025.

Mr. Parinya Thienwon Shareholders

Question 1. What is the trend in raw material costs in 2025 that decreasing or increasing, and in what manner?

Mr. Thongchai Tansutat Managing Director

Answer: The trend of raw material costs in 2025 is in a downward direction, which has continued since 2024. Overall, There is still uncertainty and the company's main raw material is PET plastic pellets, which are related to global crude oil. And there is uncertainty all the time, with factors affecting many aspects, including the problem of climate Political science and the world's largest producers



Question 2. The impact of sales from various measures of the President of the United States of America on the Company. How is the impact assessed?

Mr.Thongchai Tansutat Managing Director

Answer The measures of the US President may have some impact on the company, but not much. As mentioned above, the Company does not conduct any business related to import-export. All businesses are domestic operations that rely on domestic consumption. However, the impact will be caused by indirect impacts such as reduced domestic purchasing power, consumers' purchasing power declines, etc., which the company initially has the solution to this impact is to expand the customer base in both the original group and expand the expanded customer base in the Group Continuous new products.

Question 3. When will long-term debt mature and is there a policy to repay all debt?

Mr. Thongchai Tansutat Managing Director

Answer: Our Company has no long-term debt (no borrowing from financial institutions), therefore, it has only debt from operational business is just a debt for purchasing goods and services that will be paid according to the specified payment cycle. The Company's financial position presented above shows that the Company has cash in 2024 of 338.287 million baht, so it is expected that there will be no impact on any debt.

When no shareholders raised any further questions or objections

The Chairman, therefore, requested that the shareholders' meeting consider approving the financial statement and profit and loss statement as of the date December 31, 2024.

Meeting resolution The meeting considered and resolved to approve the financial statement and profit and loss statement as of 31 December 2024. The unanimous vote of the shareholders attending the meeting and casting votes. The voting result is as follows:

	Votes	Percent of total votes of shareholders who present at the meeting and cast their votes
Approved	204,599,083	100.000
Disapproved	0	0.000
Abstained	0	0.000
Voided Ballot	0	0.000
Total Votes	204,599,083	100.000

(Abstentions are not included in the calculation of the vote count.)

42 participants in total with a total number of votes of 204,599,083 votes.



Agenda 5 To consider and approve the dividend payment for the company's operation for the year 2024 end of December,2024.

The Chairman assigned Mr.Thongchai Tansutat, Managing Director to explain the details to the meeting participants under Section 115 of the Public Limited Companies Act B.E. 2535 and the Company's regulations. Section 46 prohibits the Company from paying dividends from any other type of money besides profits. In the event that the Company still has accumulated losses, dividends shall not be paid.

the operating results for the year 2024 , the Company has a net profit according to the consolidated financial statements of 70,580,714 baht and has no accumulated losses. The Company is therefore able to pay dividends. The Board of Directors therefore, sees fit to propose to the shareholders' meeting to consider approving the payment of dividends for the operating results for the year 2024 to the Company's shareholders at the rate of 0.24 baht (twenty-four satang) per share , totaling 296,999,929 shares that totaling 71,279,982.96 . Baht, representing 100.99 percent of the dividend payout ratio compared to net profit to the Company's shareholders . This is in accordance with the Company's dividend payment policy, which stipulates a minimum payout of not less than 50 percent of the net profit.

In this regard, the Company has already paid an interim dividend for the Company's operating results in the first half of 2024 at the rate of 0.09 baht (nine satang) per share on September 5, 2024 , leaving the remaining dividend to be paid at the rate of 0.15 baht (fifteen satang) per share , for a total dividend payment of 44,549,989.35 baht .

All dividends are subject to withholding tax at the rate prescribed by law. The list of shareholders entitled to receive dividends will be determined on Wednesday, March 19 , 2025 and the dividend payment will be made on Wednesday, May 21, 2025 , That is in accordance with the Company's dividend payment policy. The Company's dividend payment information for the operating results of 2024 is as follows:

Company 's dividend payment information for the operating results for the years 2025 - 2023 Compare the past 3 years according to the table presented. as follows.

Dividend payment details	Year 2025	Year 2024	Year 2023
1. Net profit (million baht)	70.58	28.90	40.63
2. Number of shares (shares)	296,999,929	296,999,929	296,999,929
3. Dividends (baht/share)	0.24	0.09	0.13
- Dividend for the first 6 months (baht/share)	0.09	0.01	0.08
- Dividend for the last 6 months (baht/share)	0.15	0.08	0.05
4. Total dividends paid (million baht)	71.28	26.73	38.61
5. Proportion of dividend payment compared to net profit (%)	100.99	92.50	95.03



Mr. Hungchai Akkhawatskul as the proxy.

Suggestion The company should set the XD date after the shareholders' meeting to give investors time to make investment decisions. In the company's securities, which is an opportunity for small investors to have the right to receive dividends. In addition, we would like to commend the Company for its decision to declare dividend payments to shareholders, which is contrary to the current economic climate.

Mr. Thongchai Tansutat Managing Director

Answer: On behalf of the Board of Directors, We have considered the benefits and taken into account the rights of shareholders. Therefore, when the company Since there is profit, it is appropriate to return the profit to shareholders by paying dividends.

No shareholders raised any further questions or objections.

The Chairman therefore requested that the shareholders' meeting consider approving the payment of dividends for the operating results for the year 2024.

Meeting resolution The meeting resolved to approve the payment of dividends for the operating results for the year 2024 , ending on December 31, 2024. The unanimous vote of the shareholders attending the meeting and casting votes. The voting result is as follows:

	Votes	Percent of total votes of shareholders who present at the meeting and cast their votes
Approved	204,599,083	100.000
Disapproved	0	0.000
Abstained	0	0.000
Voided Ballot	0	0.000
Total Votes	204,599,083	100.000

(Abstentions are not included in the calculation of the vote count.)

42 participants in total with a total number of votes of 204,599,083 votes.

Agenda 6 To consider appointing directors to replace the directors who have completed their term.

The Chairman invited Mr.Thongchai Tansutat, Managing Director to conduct the meeting in this agenda and inform the meeting of the details. Under the Company's regulations, Section 18 , at every general meeting of shareholders, at least one- third of the total number of directors must leave their positions. Directors who have left their positions may be re-elected . In this general meeting of shareholders, there are 3 directors who must resign according to their terms , namely :



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| 1. Associate Professor Prayoon Boonprasurd | Independent Director/ Chairman |
| 2. Ms. Thipawan Uthaisang | Independent Director /Chairman of the
Audit Committee |
| 3. Ms. Pikul Taksinwarajarn | Independent Director/ Chairman of the
Corporate Governance Nomination and
Remuneration Committee |

In accordance with good corporate governance practices, the Chairman kindly requests the three directors who are due to retire by rotation to temporarily leave the meeting room .

In this regard, the Company has provided opportunities for shareholders to participate in nominating individuals with knowledge, ability and appropriate qualifications to be considered for advance election as a director of the company, with submissions from shareholders accepted from October 15, 2024, until January 15, 2025 , it was published through the Stock Exchange and the Company's website. Upon the expiration of the nomination period, the shareholders have proposed two individuals for nomination as company directors.

The list of nominated individuals is as follows

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|------------------|----------------|
| 1. Ms.Nardrerdee | Arj-harnwongse |
| 2. Mr. Pirachai | Bencharongkul |

The Corporate Governance Nomination and Remuneration Committee has considered the qualifications and criteria as specified by the Company, both in terms of shareholders who proposed the names and those who were nominated, and has acted correctly and by the regulations. Therefore, it is proposed for the Board of Directors' consideration. The Board of Directors has considered and found that both persons who were nominated have the knowledge, ability and expertise that are appropriate for conducting business.

three independent directors who must resign from their positions by rotation this time are members of the Corporate Governance Nomination and Remuneration Committee for the sake of transparency in accordance with the principles of good corporate governance, the Corporate Governance, Nomination and Remuneration Committee did not consider the matter of appointing directors to replace those who resign by rotation, as they are stakeholders, therefore, they propose that the Board of Directors consider the matter of appointing directors.

Therefore, the Board of Directors (by a majority vote and excluding directors with vested interests who are due to retire by rotation) and the persons nominated this time have been carefully and cautiously considered by the Board of Directors as being suitable. In addition, 2 out of 3 independent directors who must retire by rotation this time, namely Assoc.Prof.Prayoon Boonprasurd and Ms. Pikul Taksinwarajarn have expressed their intention not to renew their terms and will perform their duties until the end of their terms at the 2025 Annual General Meeting of Shareholders .



When considering the performance of the directors who have left their positions according to their terms, it is seen that they have appropriate qualifications and have had satisfactory performance throughout their tenure. Therefore, it is appropriate to propose to the 2025 Annual shareholders' meeting for consideration.

1. **Re-Appointment of Director Retiring by Rotation**

The Board of Directors resolved to re-appoint Ms. Thipawan Uthaisang, an Independent Director, who was due to retire by rotation for another term. Although Ms. Thipawan Uthaisang has served as an Independent Director for a continuous period of 11 years, the Board has carefully considered and concluded that she possesses extensive knowledge, expertise, and a profound understanding of the Company's business, along with valuable experience that significantly contributes to the Company's operations.

2. Appointed two individuals nominated by the shareholders as directors, namely

2.1 Ms.Nardrerddee Arj-harnwongse Independent Director

2.2 Mr.Pirachai Bencharongkul Independent Director

To replace the directors who are due to retire by rotation, as mentioned above.

The Board of Directors has considered that the nominated individuals, who are to be appointed as independent directors are capable of providing opinions independently and by the relevant criteria.

The history of the three persons who have been nominated as directors is shown in the documents. Appendix 2 to the meeting invitation letter on page 22 – 27 and Annual Report 2024 Form 56 - 1 One Report on page 6 and got presented on the screen

For voting on this agenda, there are meeting regulations for counting votes as follows:
Shareholders are requested to vote individually for all 3 persons, divided into the following agendas:

Agenda 6.1 Consideration of the appointment of Ms. Thipawan Uthaisang to return to the position for another term.

Agenda 6.2 Consideration of the appointment of Ms. Nardrerddee Arj-harnwongse as a director to replace the director who is retiring by rotation .

Agenda 6.3 Consideration of the appointment of Mr. Pirachai Bencharongkul as a director to replace the director who is retiring by rotation .

This agenda, shareholders vote in all cases, whether they agree, disagree, or abstain. The officers will collect the ballots separately according to the agenda . 6.1 6.2 and 6.3 When completed , the scores will be counted using a barcode system, with independent auditors joining in to verify the counting of scores to ensure that the counting of scores is smooth and accurate .

Then, Mr. Thongchai gave an opportunity for the participants who had questions or suggestions on this agenda to inform their intention to send the question cards to the question card receiving officer, but no participants asked any questions.



The Chairman therefore requested the shareholders' meeting to consider appointing directors to replace those who are retiring by rotation.

Meeting Resolution The Meeting resolved to reappoint Ms.Thipawan Uthaisang for another term by a majority vote of the shareholders who attended the meeting and cast their votes.

The Meeting also resolved to appoint Ms.Nardrerdee Arj-harnwongse and Mr. Pirachai Bencharongkul as directors to replace those who retired by rotation, with unanimous Approval of the shareholders who attended the meeting and cast their votes, as follows:

Agenda 6.1 Consideration of the appointment of Ms. Thipawan Uthaisang to return to the position for another term.

	Votes	Percent of total votes of shareholders who present at the meeting and cast their votes
Approved	201,598,973	99.999
Disapproved	110	0.0001
Abstained	0	0.000
Voided Ballot	0	0.000
Total Votes	204,599,083	100.000

(Abstentions are not included in the calculation of the vote count.)

42 participants in total with a total number of votes of 204,599,083 votes.

Agenda 6.2 Consideration of the appointment of Ms. Nardrerdee Arj-harnwongse as a director to replace the director who is retiring by rotation .

	Votes	Percent of total votes of shareholders who present at the meeting and cast their votes
Approved	204,599,083	100.00
Disapproved	0	0.000
Abstained	0	0.000
Voided Ballot	0	0.000
Total Votes	204,599,083	100.000

(Abstentions are not included in the calculation of the vote count.)

42 participants in total with a total number of votes of 204,599,083 votes.



Agenda 6.3 Consideration of the appointment of Mr. Pirachai Bencharongkul as a director to replace the director who is retiring by rotation.

	Votes	Percent of total votes of shareholders who present at the meeting and cast their votes
Approved	204,599,083	100.00
Disapproved	0	0.000
Abstained	0	0.000
Voided Ballot	0	0.000
Total Votes	204,599,083	100.000

(Abstentions are not included in the calculation of the vote count.)

42 participants in total with a total number of votes of 204,599,083 votes.

Agenda 7 To consider reducing the number of the Board of Directors.

The chairman assigned Mr.Thongchai Tansutat Managing Director, to explain the details to the meeting participants as follows:

The company has a vacant director position because Mr. Purnrak Nacob, a director has expressed his intention to resign, which results in the number of the Company's board of directors is reduced to nine from the original ten , in accordance with the principles of good corporate governance for the Company registered in 2017. The board of directors should consider the appropriate number of directors who can perform their duties effectively. The image depends on the size, type and complexity of the business.

The Board of Directors has considered the benefits and consistency with the Company's business operations. Therefore, it is resolved to propose the agenda to the 2025 Annual General Meeting of Shareholders for consideration and approval of the reduction of the number of directors from the original number of 10 people is number 9 people.

In this regard, the Company must register changes in directors, number of directors and names. The Board of Directors and the Department of Business Development Ministry of Commerce, the Company may have to amend the wording or text to make additional corrections according to the order, advice or opinion of the Registrar of the Department of Business Development Ministry of Commerce, it is therefore proposed to the shareholders.

To consider the delegation of authority as follows:

1. The authorized directors,
2. The Managing Director, and/or
3. Any other person appointed by the authorized directors or the Managing Director,



shall have the authority to amend or modify any wording or statements in the application for registration of amendments with the Department of Business Development, Ministry of Commerce, including the authority to further delegate such powers, without requiring further approval from the Board of Directors or the Shareholders' Meeting.

Then, Mr. Thongchai gave an opportunity for the participants who had questions or suggestions on this agenda to inform their intention to send the question cards to the question card receiving officer, but no participants asked any questions.

The Chairman, therefore, requested the shareholders' meeting to consider the voting on this agenda item.

Meeting Resolution The meeting resolved to reduce the number of the company's directors from 10 to 9.

The unanimous vote of the shareholders attending the meeting and casting votes as follows:

	Votes	Percent of total votes of shareholders who present at the meeting and cast their votes
Approved	204,599,083	100.000
Disapproved	0	0.000
Abstained	0	0.000
Voided Ballot	0	0.000
Total Votes	204,599,083	100.000

(Abstentions are not included in the calculation of the vote count.)

42 participants in total with a total number of votes of 204,599,083 votes.

Agenda 8 To consider the Annual remuneration for the Board of Directors for the year 2025.

The Chairman assigned Mr.Thongchai to inform the meeting that the Corporate Governance, Nomination and Remuneration Committee has considered reviewed and resolved to determine the remuneration of the Board of Directors for the year 2025 . The total amount is no more than 5,000,000 baht (five million baht) . Taking into account the principles of good corporate governance, increased responsibilities, increased meeting frequency, to be consistent with listed companies in the same industry and of the same size listed on the stock exchange, with compensation in the form of meeting allowances and rewards. Other benefits such as board training expenses, D&O insurance for board members and submitted the resolution to the board of directors for consideration.

Pursuant to the Company's Regulations, Section 30 , directors are entitled to receive remuneration from the Company in the form of meeting allowances and bonuses. Bonuses or other benefits in accordance with the regulations or as considered by the shareholders' meeting. The Board of Directors has considered and screened the appropriateness in various aspects, especially good corporate governance and increased



responsibilities. Therefore, it is appropriate to propose to the shareholders' meeting to consider and approve the remuneration of the directors for the year 2025 in the amount not exceeding 5,000,000 . Baht (five million baht) , which is the same amount as last year. With comparative details of compensation payments over the past 3 years as follows:

Million Baht

	Year 2025 (F)	Year 2024	Year 2023	Year 2022
Board remuneration	3,144,000	3,144,000	2,932,000	2,868,000
Meeting allowance	1,530,000	1,530,000	1,345,000	1,330,000
D&O Liability Insurance	181,900	181,900	179,405	200,800
Total compensation	4,855,900	4,855,900	4,456,405	4,398,800

The details of the allocation of remuneration for directors and subcommittees are disclosed in the annual report, Form 56-1 . One Report for the year 2024 of the company, pages 132 - 133

Then, Mr. Thongchai gave an opportunity for the participants who had questions or suggestions on this agenda to inform their intention to send the question cards to the question card receiving officer, but no participants asked any questions.

The Chairman, therefore requested the shareholders' meeting to consider determining the remuneration of the Company's directors for the year 2025.

Meeting Resolution The meeting resolved to approve the determination of annual remuneration for 2025. Total amount not exceeding 5,000,000 baht. To the Board of Directors, with the Board of Directors assigned to allocate as appropriate. The unanimous vote of the shareholders attending the meeting and casting votes as follows:

	Votes	Percent of total votes of shareholders who present at the meeting and cast their votes
Approved	204,599,083	100.000
Disapproved	0	0.000
Abstained	0	0.000
Voided Ballot	0	0.000
Total Votes	204,599,083	100.000

(Abstentions are not included in the calculation of the vote count.)

42 participants in total with a total number of votes of 204,599,083 votes

Agenda item 9 To consider the appointment of the auditor and the auditor's remuneration for the year 2025.

The Chairman assigned Mr. Thongchai to explain to the meeting that in order to comply with the Public Limited Companies Act B.E. 2535 and its amendments, Section 120 , and the Securities and Exchange Commission's announcement No. 161/2561 adjusting the auditor rotation criteria to be in line with international



standards to promote independence and build confidence among investors in using financial reports in making investment decisions, listed companies must rotate auditors (who sign to certify financial statements) every 7 accounting periods, and can rotate to use other auditors in the same auditing office, and when a new auditor is used, the listed company must wait at least 5 accounting cycles before returning to using the same auditor. And according to the Company's regulations, Section 40 , it is required that the annual general meeting of shareholders consider the appointment of an auditor and determine the annual auditor's remuneration.

Therefore, the Audit Committee has considered the above requirements and compared the audit fees with other companies and found that the audit fees are appropriate. In addition, the qualifications of the auditors are in line with the SEC announcement. Therefore , the auditors in the same audit office are rotated. Therefore, it is appropriate to propose the appointment of the following auditors:

List of auditors	Auditor Number Permission granted	Nominated for appointment as Company auditor	
Ms. Itsaraporn Wituthiyen	7480	For the year 2023 - 2025	
Mr. Chatchai Kasemsrithanawat	5813	For the year 2018 - 2025	or
Mr. Vacharin Pasaraongkul	6660	For the year 2018 - 2025	or

of EY Office Co., Ltd. is the Company 's auditor for the year 2025 . and determine the remuneration of the auditors for the year 2025 with the following details:

	Year 2568 (baht)	Year 2024 (Baht)	Year 2023 (Baht)
Audited financial statements , Quarter 1 st	180,000	170,000	160,000
Audited financial statements Quarter 2 nd	180,000	170,000	160,000
Audited financial statements Auarter 3 ^d	180,000	1760,000	160,000
Annual audit budget	700,000	680,000	680,000
Total	1,240,000	1,190,000	1,160,000

The audit fee does not include other related expenses such as document fees, printing fees, postage fees, materials , and communication fees, which the auditor will charge the Company based on the actual payment. In 2024, the Company did not have any other non- audit service fees paid to EY Office Co., Ltd.

All three auditors are qualified according to the Company's regulations and the Office 's requirements. The Securities and Exchange Commission and has no relationship or interest with the



company/executives/major shareholders or any person related to such persons in any way. The Audit Committee has taken care of and ensured that the audit complies with the principles of good corporate governance and accounting standards. Therefore, it is appropriate to propose to the general meeting. Shareholders to appoint auditors and determine the remuneration of the auditors for the year 2025. In this regard, the shareholders' meeting is requested to authorize the board of directors to give their approval when EY Office Co., Ltd. arranges for another auditor to replace the above auditors who are unable to perform their duties.

Then, the shareholders were given the opportunity to ask questions. No shareholders asked any questions.

When no shareholders raised any questions, the meeting was requested to consider approving the appointment of the auditors and the auditors' remuneration for the year 2025 and to authorize the Company's directors to approve EY Office Co., Ltd. to find another auditor in the event that the aforementioned auditors are unable to perform their duties.

Meeting Resolution

The meeting resolved to approve the appointment of auditors and the auditors' remuneration for the year 2025. The unanimous vote of both authorizes the board of directors to give their approval when the company, EY Office Co., Ltd. Find another Auditor in case the above auditors are unable to perform their duties. The unanimous vote of the shareholders attending the meeting and casting votes as follows:

	Votes	Percent of total votes of shareholders who present at the meeting and cast their votes
Approved	204,599,083	100.000
Disapproved	0	0.000
Abstained	0	0.000
Voided Ballot	0	0.000
Total Votes	204,599,083	100.000

(Abstentions are not included in the calculation of the vote count.)

42 participants in total with a total number of votes of 204,599,083 votes

Agenda 10 Other matters

The Chairman asked the meeting to consider proposing any other matters to the shareholders' meeting in addition to the specified agenda. Suggestions or guidelines that will be beneficial to the company's operations or anything else. With shareholders and proxies making suggestions, the details of which are as follows:



Mr. Hangchai Akkhawatskul as the proxy.

Suggestions: Physical meeting is a meeting that allows shareholders to have the opportunity to talk and ask questions directly to the board of directors, which is a good thing and is considered more appropriate than holding meetings online. Therefore, it is proposed that listed companies should consider holding shareholder meetings in a physical format.

Mr. Thongchai Tansutat Managing Director

Thank you to all participants for providing suggestions to the company, which the company will consider. Take further appropriate action.

When no shareholders raised any questions, the Chairman was invited to close the meeting.

The Chairman expressed gratitude to all parties for their continued support in the performance of duties as an Independent Director and Chairman of the Board of Directors, in overseeing and protecting the interests of minority shareholders effectively.

The Chairman also extended appreciation to the shareholders, proxy holders, all involved parties, and the representative from the Thai Investors Association who attended this meeting as an observer. Their valuable time and participation greatly contributed to the successful and orderly completion of the meeting in accordance with the scheduled agenda. Finally, the Chairman wished all attendees a safe journey home.

The meeting closed at 11:35 AM.

Signed by Assoc. Prof. Prayoon Boonprasit, Chairman of the Meeting

(Assoc.Prof. Prayoon Boonprasurd)

Thitikan Sa-nganetpetch Secretary of the Meeting

(Ms.Thitikan Sa-nganetpetch)