

(Translation)

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

Amata VN Public Company Limited

The Meeting was held on Wednesday April 24, 2024 at 14:00 hrs. through electronic media with the system control room at the conference room, Company's headquarter, 2126, Kromadit Building, New Petchburi Road, Bangkapi, Huay Kwang, Bangkok, 10310, Thailand.

Miss Ngamjit Phueknarin, Assistant Company Secretary, welcomed the shareholders to the Annual General Meeting of Shareholders for the year 2024 and informed the Meeting that the Company had notified shareholders of this meeting via the SET Portal on Tuesday March 26, 2024, and sent the Notice of the Annual General Meeting of Shareholders to the shareholders via post on Tuesday April 2, 2024. In this meeting, the E-Meeting system was provided by OJ International Company Limited, a provider of E-meeting control system services complying with the E-meeting standards stipulated by the Electronic Transactions Development Agency.

The Assistant Company Secretary informed the Meeting that there were 4 shareholders present in person via electronic media, representing 10,495,560 shares, and 43 shareholders by proxy, representing 834,560,480 shares. In total, 47 shareholders and proxies attended the meeting, holding a total of 845,056,040 shares, equivalent to 90.3803 percent of the total 935,000,000 issued and paid-up shares. Dr. Apichart Chinwanno, the Chairman of the Board and Independent Director, would chair the meeting.

Dr. Apichart Chinwanno, Chairman and Independent Director, chaired the meeting.

The Chairman welcomed the shareholders to the Annual General Meeting of Shareholders for the year 2024 via electronic media and informed the meeting that the number of shareholders attending the meeting constituted a quorum pursuant to the Company's Articles of Association. The Chairman then declared the meeting open and proposed that the meeting considered matters as set forth in the agenda and assigned the Assistant Company Secretary introduced the Board of Directors, Management, and relevant person who attended the meeting and present the details of the Meeting and vote counting procedures as follows:

Directors attending the Meeting:

All 8 directors, equivalent to 100 percent of the total Board members, as follows:

Directors present at the meeting control room:

1. Dr. Apichart Chinwanno Independent Director, Chairman
2. Prof. Dr. Warapatr Todhanakasem Independent Director, Chairman of the Nomination and Remuneration Committee, Chairman of the Corporate Governance Committee
3. Mrs. Oranuch Apisaksirikul Independent Director, Chairman of the Audit Committee
4. Mrs. Somhatai Panichewa Director, Member of the Corporate Governance Committee, Chief Executive Officer, Company Secretary
5. Mr. Aukkarees Choochouy Director, Member of the Nomination and Remuneration Committee
6. Mr. Kitti Tangjitmaneesakda Independent Director, Member of the Audit Committee, Member of the Nomination and Remuneration Committee
7. Ms. Nattamon Limthanachai Independent Director, Member of the Audit Committee

Directors attending via electronic media:

1. Dr. Huynh Ngoc Phien Vice Chairman, Member of the Corporate Governance Committee

Executives attending the Meeting:

1. Mr. Sukhum Pitayapiboonpong Department Manager – Portfolio Management, Amata Corporation PCL.
Assigned by the Board of Directors to taking care of the Company's Finance and Accounting
2. Mr. Surakij Kiatthanakorn General Director, Amata City Bien Hoa JSC
3. Mr. Nguyen Van Nhan General Director, Amata City Halong

Auditor and representatives from EY Office Limited:-

1. Ms. Supanee Triyanantakul Auditor
2. Ms. Thitiporn Lommek Representative of the Auditor to inspect the vote counting and Meeting procedures to be transparent, legal and in accordance with the Company's articles of association

The Assistant Company Secretary informed the Meeting the procedures for voting, vote counting and announcement of the voting results as well as question asking in the meeting as follows:

Voting procedures, vote counting and announcement of voting results in the meeting

1. According to the Company's Articles of Association, each shareholder or a proxy authorized by any shareholder to vote on his/her behalf was entitled to vote equal to the number of shares held, whereby one share shall be equal to one vote. Shareholders having special interest in any agenda shall not have the right to vote in that agenda.
2. Shareholders attending the meeting in person or by proxy shall cast only one of their votes, whether to vote for approval, disapproval or abstention. The votes on each agenda item could not be divided except for the proxies of custodians.
3. In casting votes on each agenda item, shareholders would be requested to vote in the E-Meeting system. A shareholder or a proxy shall cast a vote to only one of "Approve", "Disapprove" or "Abstain". In the case that a shareholder did not cast any vote in the E-Meeting system or click "Cancel latest vote", the Company shall consider the vote as "Approve" unless the vote was made by proxy, whose shareholder had specified their determination beforehand. The votes may be changed until the voting in that agenda item was closed.
4. As for the shareholders who appointed directors or independent directors as their proxies, the Company shall cast votes of approval, disapproval, or abstention on each agenda item according to their requisition.
5. In each agenda item, the voting system shall be closed one minute after the Chairman requested the shareholders to vote on that agenda item. The shareholders or proxies were allowed to vote and change the votes from the beginning of the meeting until the voting in that agenda item is closed.
6. In vote counting, the E-Meeting system shall combine the voting shares in each agenda item together with the votes that the shareholders have specified their determinations beforehand, as the voting results of each agenda item.
7. The total number of shareholders or proxies and the casting of the votes on each agenda might vary from item to item since shareholders or proxies might leave the E-Meeting or later enter the E-Meeting.
8. The E-Meeting shall calculate the votes of the shareholders in accordance with the voting procedures of each agenda item and announce the voting results of all agenda items before the meeting was adjourned.

The Company encouraged Shareholders to ask questions and express their opinions openly. The meeting attendants could submit suggestions or questions during the meeting. The Company would open channels for sending suggestions and questions during the meeting as follows:

- Chat channel for text messages;
- Audio chat channel where attendants press the raising hand button and turn on the microphone on their device after the operator sent an invitation to chat.

During the meeting, if the shareholders or proxies had any inquiry concerning the E-Meeting system, they could contact the call center through the telephone number 02-079-1811.

The webcast of the Meeting would be available after the Meeting on the Company's website: www.amatavn.com.

After the Meeting acknowledged and agreed with the Meeting procedures and vote counting as described above, the Chairman requested the Meeting to consider the following agenda items:

Agenda Item 1: To consider and acknowledge the Annual Report and the Board of Directors' Report for the year 2023

The Chairman requested Mrs. Somhatai Panichewa, Chief Executive Officer, to report the Company's performance during the year 2023 to the Meeting.

Mrs. Somhatai Panichewa, Chief Executive Officer, reported following information:

In 2023, the global economic has slowed down due to the impact of inflation and higher interest rates in the US and EU. As a result, many countries had to adjust and solve the liquidity, in which Vietnam also been affected. Nevertheless, Amata VN Group remains confident in the potential of Vietnam and continues to work and expand project and business.

As a result of the global economic slowdown, in 2023, Vietnam's Gross Domestic Product (GDP) growth rate of 5.05 percent, lower than the forecast for 2023 of 6.5 percent and lower than the previous year's growth of 8.02 percent, effecting every industry. The most Company's clients were classified in the Manufacturing sector which accounted by only 3.62 percent of Vietnam GDP growth in 2023. Regarding the Total Trade in 2023, decreased by 6 percent from the previous year which the value of export still higher than the value of import, showed the trade balance in surplus. In the term of Foreign Direct Investment (FDI) showed that Vietnam remained an attractive country for foreign investors with an increased of investment value of 32 percent from the previous year. Mostly are investors from Singapore, Japan and Hong Kong which the manufacturing sector has the highest portion of investment value at 64 percent.

The Company has been investing in Vietnam for 30 years, with projects located in every part of Vietnam; in the Northern part, Central part and Southern part, stipulated the total investment worth 860 million US dollars with area of more than 3,000 hectares, more than 200 customers, has population of nearly 70,000 people working in every project and has generated FDI to Vietnam for more than 5 million US dollars. The information of progress in each project in 2023 are as follows:

Amata City Bien Hoa (ACBH)

- In 2023, the last 2 ready-built factories were sold.
- Office space for rent maintained stable occupancy rate at 98 percent.
- Invest in Amata Power Bien Hoa with another 15 percent.

Amata City Long Thanh (ACLT)

- Revenue is recognized for the first time, from the sale of 18 hectares of land.
- More land developments had been undertaken after obtained the Land Lease Decision of 120 hectares from the Government.
- Regarding the infrastructure, more substation of 63 MVA including wastewater treatment plant had been developed, as well as the tollgate which will connect from tollway to the industrial estate directly.

Amata Township Long Thanh (ATLT)

- Planned to develop on Government to Government (G to G) basis and joint venture with potential partners.

Amata City Halong (ACHL)

- Obtained 123 hectares of land for Phase 1, some parts of land have already been sold to the clients. In 2023, ACHL could sell 41.72 hectares of land.
- Phase 2-5 were in the process of acquiring more land and developing land.
- Regarding the infrastructure, had growth rate at 93 percent from substation of 189 MVA and wastewater treatment plant with capacity of 16,000 m³/day.
- Opened the area of 1,000 sqm for office rental.

Quang Tri Industrial Park

- Joint venture project of Amata City Bien Hoa with two other industrial estate leaders, Vietnam-Singapore Industrial Park (VSIP) and Sumitomo Corporation which ACHL holds 20 percent of share.
- The first groundbreaking ceremony was held on December 15, 2023.
- Signed MOU with 5 potential customers.
- The land compensation in Phase 1 is completed by 97 percent.

Mrs. Somhatai emphasized to the Meeting that the Company operation must create a benefit for environment and society as well as transparency in regard to the corporate sustainability of three areas: Environment, Society and Corporate Governance. For instance, reducing greenhouse gases (GHG), saving water, participating in social activities (CSR), as well as taking care of employees in the Company group to ensure their quality of life and good working environment. The Company regularly assesses satisfaction from employees, customers, and community every year. Regarding the Corporate Governance, the Company still gives importance to transparent operations, which in 2023, the Company has improved Anti-Corruption Policy, Whistleblowing Policy and Conflict of Interest Policy.

In addition, Mrs. Somhatai Panichewa, Chief Executive Officer, reported the strategy of 2024 as following:

Industrial Park Business:

- **ACBH:** To obtain the Investment Certificate of the last phase (Phase 3B).
- **Quang Tri:** Start the marketing activities to recognize revenue in 2024.
- **ACLT and ACHL:** To attract more customers.

Rental Business: Focus on office rental.

Utility Development: Develop smart utility to create more recurring income.

New Project: Prepare for ACHL expansion and study the possibility to develop new projects in the North and the South.

Human Resources Management: Allocate employees within the Group according to each individual's expertise and promote employee with outstanding talent to advance in their careers within organization.

The Company gives importance to operating business under the framework of Good Corporate Governance with sustainability approaches. In 2023, the Company maintains as a listed company with good corporate governance (CGR) with 5-star rating for 6 consecutive years and received the SET ESG ratings for 4 consecutive years, grouped in AA level. Regarding the Anti-Corruption, the Company committed to implementing the Anti-Corruption Policy continuously. In 2023, the Company received the renewal of membership certification for the first time which the Company has been certified as a member of CAC since 2020. The Company was continuously setup a seminar for employees to emphasize actions that is considered bribery or corruption, by providing channel for whistleblowing and reporting any suspicious behavior, including the punishment procedure and whistleblower protection.

The Chairman opened for inquiries from shareholders, however, no questions were raised. The Chairman then proposed the Meeting to acknowledge the Annual Report and the Board of Directors' Report for the year 2023.

Resolution: The Meeting acknowledge the Annual Report and the Board of Directors' Report for the year 2023

Agenda Item 2: To consider and approve the Company's audited Financial Statements for the year ended December 31, 2023

The Chairman asked Mr. Sukhum Pitayapiboonpong to report the Financial Statements for the year ended December 31, 2023, for consideration of the Meeting.

Mr. Sukhum Pitayapiboonpong informed the Meeting that in compliance with the Law, the Company shall prepare its financial statement at the end of the fiscal year of the Company and certified by the auditor before submission to the shareholders for approval. The Board then recommended the Meeting to approve the financial statement for the year ended December 31, 2023, as duly audited and certified by the auditors and approved by the Audit Committee. The details of the financial statements of the Company could be found in the 2023 Annual Report, which was distributed to the shareholders prior to the meeting together with the notice of the meeting. Significant points were as follows:

In 2023, the Company has total revenues from operations 4,208 million Baht, increasing by 2.24 times from the previous year, categorized by the revenue of business as follows:

- **Revenue from real estate sales** is 2,252 million Baht, increased by 10.05 times from the previous year, mostly are revenue from land sales in ACHL and ACLT.
- **Revenue from utility services** is 1,923 million Baht, increased by 93 percent from the previous year, mostly are revenue from utility business in ACHL.
- **Revenue from rental** is 33 million Baht, decreased by 67 percent from the previous year, resulted from many ready-built factories sold.

The Company has **Gains on sales of investment property** 67 million Baht, decreased from the previous year by 95 percent, as a result of 24 ready-built factories sold in 2022, while in 2023, the last 2 ready-built factories were sold.

Selling and administrative expenses increased by 23 percent from the previous year, in accordance with sales activities and preparation of sales. At the end of 2023, the Company had Net profit of 425 million Baht, decreased by 64 percent from the previous year.

Regarding the **gross profit margin** in 2023, categorized by the Company's businesses as follows:

- Real estate sales margin is 34 percent, decreased from the previous year that had margin at 41 percent.
- Rental margin is 77 percent, slightly decreased from the previous year that had margin at 78 percent.
- Utility and services margin is 9 percent, decreased from the previous year that had margin at 13 percent.

As of December 31, 2023, the Company had total assets of 13,237 million Baht, mostly is the asset from purchasing and developing the land. The current ratio is 1.4 times and the Debt-to-Equity (D/E Ratio) is 1.2 times.

As for the cash flow, the Company had cash at the beginning of the year at 509 million Baht. The Company had cash inflows from operating activities of 1,608 million Baht, cash outflow for investment activities 825 million Baht, and cash outflow for financing activities of 358 million Baht, resulting in 937 million Baht cash on hand at the end of 2023.

The Chairman opened for inquiries from shareholders, however, no questions were raised. The Chairman then proposed the Meeting to approve the Company's Financial Statements for the year ended December 31, 2023.

Resolution: The Meeting approved the Company's Financial Statements for the year ended December 31, 2023 as proposed in all respects with majority votes of the shareholders present at the Meeting and casting their votes.

Total number of votes of all shareholders 845,056,040 votes

Approval	845,056,040	votes	equivalent to	100.0000%
Disapproval	0	votes	equivalent to	0.0000%
Abstention	0	votes	equivalent to	-

Agenda Item 3: To consider and approve appropriation of the legal reserve and annual dividend payment for the year ended December 31, 2023

The Chairman asked Mr. Sukhum Pitayapiboonpong to presented details of the appropriation of the legal reserve and annual dividend payment for the year 2023.

Mr. Sukhum Pitayapiboonpong informed the Meeting that pursuant to Section 116 of the Public Limited Company Act and Article 56 of the Company's Articles of Association, the Company must allocate not less than five percent (5%) of its annual net profit, less the accumulated losses

brought forward (if any), to a reserve fund until this fund attains an amount of not less than ten percent (10%) of the registered capital and in accordance with the Dividend Payment Policy, the Company shall pay dividend of not less than forty percent (40%) of net profits after deductions of tax and legal reserves from the unconsolidated financial statements. In this regard, the Board of Directors will make decisions regarding dividend payment to the greatest benefits of shareholders by considering relevant factors such as retaining profits for the purpose of future capital expansion, debt repayment or internal working capital.

In 2023, the Company had net profits in the Company's separate financial statements of 403.11 million Baht. In order to reserve cash flow for future investments, as well as reserve for normal operation of the Company, the Board of Directors, thus, deemed it appropriate to propose to the Annual General Meeting of Shareholders for approval of the distribution of dividend from operation since 1 January 2023 until 31 December 2023 by issuing the Company's ordinary shares and pay by cash with details as follows:

- (1) Stock dividend payment with the total of new ordinary shares not exceeding 130,900,000 shares at par value of 0.50 baht per share for the existing shareholders in the ratio of 1 of current shares to 0.14 of dividend share with the total amount not exceeding 65.45 million Baht which is equivalent to the amount of dividend per share at 0.07 baht per share.

In a case that any shareholder holds the fraction share remaining after such allocation, the dividend shall be paid by cash in the amount of 0.07 baht per share.

- (2) Pay dividend by cash at 0.01235 baht per share which is equivalent to the total amount not exceeding 11.55 million Baht.

The total dividend payment of (1) and (2) is equivalent to the amount of dividend per share at 0.08235 baht, equivalent to 77 million Baht or 19 percent of net profit on separate financial statements.

The above dividend distribution shall be payable to the Shareholders entitled to receive the dividend according to the Company's articles of association and to whom whose names listed on the record date on Wednesday, May 8, 2024. The dividend payment will be made on Thursday, May 23, 2024.

As a result of Stock Dividend payment, the Company is required to increase its registered capital for THB 65.45 million to support aforementioned stock dividend payment. The Company shall allocate not less than five percent (5%) of its annual net profit, less the accumulated losses brought forward (if any), to a reserve fund until this fund attains an amount of not less than ten percent (10%) of the registered capital. As such, the Board of Directors considered and see that it is appropriate to approve the allocation of legal reserve for 6,545,000 baht.

The Chairman opened for inquiries from shareholders, however, no questions were raised. The Chairman then proposed the Meeting to approve appropriation of the legal reserve and annual dividend payment for the year ended December 31, 2023.

Resolution: The Meeting approved appropriation of the legal reserve and annual dividend payment for the year ended December 31, 2023, as proposed in all respects with a majority vote of the shareholders present at the Meeting and casting their votes.

Total number of votes of all shareholders 845,066,040 votes

Approval	845,066,040	votes	equivalent to	100.0000%
Disapproval	0	votes	equivalent to	0.0000%
Abstention	0	votes	equivalent to	-

Agenda Item 4: To consider and approve the increase of the Company's Registered Capital to support Stock Dividend payment and the amendment of the Company's Memorandum of Association.

The Chairman asked Mr. Sukhum Pitayapiboonpong to presented details to the Meeting.

Mr. Sukhum Pitayapiboonpong informed the Meeting that regarding the resolution of Agenda Item 3, the Annual General Meeting of Shareholders approved the dividend payment in the form of the Company's ordinary shares. The Board of Directors, thus, deemed it appropriate to propose to the Annual General Meeting of Shareholders to approve the increase of the Company's Registered Capital in the amount not exceeding 130,900,000 shares at par value of 0.50 baht per share and allocate the increased capital stock to the existing shareholders in the ratio of 1 of current shares to 0.14 of dividend share to support aforementioned Stock Dividend payment. Including approve the amendment of the Company's Memorandum of Association Clause 4 to be in accordance with the Company's Registered Capital increase as follows:

Original	Proposed Amendment
Clause 4	Clause 4
Registered Capital 467,500,000 Baht (Four hundred and sixty-seven million, five hundred thousand baht)	Registered Capital 532,950,000 Baht (Five hundred and thirty-two million, nine hundred and fifty thousand baht)
Divided into 935,000,000 Shares (Nine hundred and thirty-five million shares)	Divided into 1,065,900,000 Shares (One billion, sixty-five million, nine hundred thousand shares)
Par value per share 0.5 Baht (Fifty Satang)	Par value per share 0.5 Baht (Fifty Satang)
Divided into:	Divided into:
Ordinary shares 935,000,000 Shares (Nine hundred and thirty-five million shares)	Ordinary shares 1,065,900,000 Shares (One billion, sixty-five million, nine hundred thousand shares)
Preferred shares - Shares (-)	Preferred shares - Shares (-)

The Chairman opened for inquiries from shareholders, however, no questions were raised. The Chairman then proposed the Meeting to approve the increase of the Company's Registered Capital, allocate the increased capital stock to support Stock Dividend payment and the amendment of the Company's Memorandum of Association.

Resolution: The Meeting approved the increase of the Company's Registered Capital, allocate the increased capital stock to support Stock Dividend payment and the amendment of the Company's Memorandum of Association, as proposed in all respects with the vote of not less than three-fourths (3/4) of the total votes of shareholders attending the meeting and have rights to casting their votes.

Total number of votes of all shareholders 845,066,040 votes

Approval	845,066,040	votes	equivalent to	100.0000%
Disapproval	0	votes	equivalent to	0.0000%
Abstention	0	votes	equivalent to	-

Agenda Item 5: To consider and approve the appointment of directors due to retire by rotation and the appointment of new director in place of director who resigned.

The Chairman assigned Prof. Dr. Warapatr Todhanakasem, Chairman of the Nomination and Remuneration Committee conducting this agenda item to the meeting for consideration of directors appointment due to retire by rotation and new director appointment in place of director who resigned.

Prof. Dr. Warapatr Todhanakasem, Chairman of the Nomination and Remuneration Committee, informed the Meeting that in compliance with Clause 17 of the Company's Articles of Association, one-third (1/3) of the Directors shall retire from office by rotation in the Annual General Meeting of Shareholders. If the number of directors cannot be divided by one-third, the nearest number to one-third of the directors shall be required to retire from office, in which a retiring director is eligible for re-election. In 2024 Annual General Meeting of Shareholders, there are 2 directors retired by rotation, namely Mr. Aukkares Choochouy and Mr. Kitti Tangjitrmaneesakda.

In compliance with Good Corporate Governance principles, the Director who was retired by rotation at this Meeting, namely Mr. Aukkares Choochouy and Mr. Kitti Tangjitrmaneesakda left the meeting room while this agenda item was considered.

Prof. Dr. Warapatr Todhanakasem, Chairman of the Nomination and Remuneration Committee, notified the Meeting that the Company gave the minority shareholders an opportunity to propose the agenda and to propose the qualified nominee to be appointed as the Director of the Company from December 15, 2023 to January 15, 2024. There was no nominee was proposed by the shareholders.

In this regards, the Board of Directors, excluding the directors who due to retire by rotation, agreed to the guidelines of directors appointment consideration as proposed by the Nomination and Remuneration Committee. The Board of Directors had extensively and thoroughly consider the qualifications of nominees: being knowledgeable with business expertise from various occupations, having a leadership qualification, having good vision, being a moral and ethical person, being transparent and having clean work record, capable of expressing opinions independently, having suitable qualifications and having well performed duties as Directors, in case of former Directors. The Board of Directors agreed to propose the Annual General Meeting of Shareholders to re-elect the 2 retiring Directors namely Mr. Aukkarees Choochouy and Mr. Kitti Tangjitmaneesakda as directors of the Company for another term.

Prof. Dr. Warapatr Todhanakasem, Chairman of the Nomination and Remuneration Committee, added that regarding Mr. Chatchai Payuhanaveechai resigned from the Company, effective since 16 May 2023. The Nomination and Remuneration Committee had considered the list of candidates nominated who having suitable qualifications to be appointed in his replacement: being knowledgeable, being a moral and ethical person, being transparent and having clean work record and capable of expressing opinions independently. Thus, it deemed to propose to the Annual General Meeting of Shareholders to appoint Mr. Yuttana Jiamtragan as new director in place of Mr. Chatchai Payuhanaveechai who resigned.

The curriculum vitae of the nominated persons, number of shares held in the Company, position as director at managerial level in listed companies and other business, including the relationship of the nominated person to the Company were provided to shareholders in advance, together with the notice to convene the Meeting.

The Chairman opened for inquiries from shareholders, however, no questions were raised. The Chairman then proposed the Meeting to cast the votes and elect the said Directors by individual voting.

Resolutions: Approved the re-election of Mr. Aukkarees Choochouy and Mr. Kitti Tangjitmaneesakda as Directors of the Company for another term and appoint Mr. Yuttana Jiamtragan as new director in place of director who resigned.

The Meeting resolved as proposed in all respects with a majority vote of the shareholders present at the Meeting and casting their votes. Details were as follows.

Total number of votes of all shareholders 845,066,040 votes

5.1 Mr. Aukkaree Choochouy

Approval	845,056,040	votes, equivalent to	100.00 %
Disapproval	0	votes, equivalent to	0.00 %
Abstention	10,000	votes, equivalent to	-

5.2 Mr. Kitti Tangjitmaneesakda

Approval	845,056,040	votes, equivalent to	100.00 %
Disapproval	0	votes, equivalent to	0.00 %
Abstention	10,000	votes, equivalent to	-

5.3 Mr. Yuttana Jiamtragan

Approval	845,056,040	votes, equivalent to	100.00 %
Disapproval	0	votes, equivalent to	0.00 %
Abstention	10,000	votes, equivalent to	-

After the Meeting approved the re-election of the 2 retired Directors as Directors of the Company for another term, the Chairman then invited the 2 Directors back to the Meeting.

Agenda Item 6: To consider and approve the determination of the remuneration for the Company's Directors year 2024

The Chairman asked Prof. Dr. Warapatr Todhanakasem, Chairman of the Nomination and Remuneration Committee, conducting the details of this agenda item.

Prof. Dr. Warapatr Todhanakasem, Chairman of the Nomination and Remuneration Committee, informed the Meeting that the Board of Directors structure is comprising of 9 Directors with the sub-committees namely the Audit Committee, comprising of 3 directors, the Nomination and Remuneration Committee, comprising of 3 directors, and the Corporate Governance Committee, comprising of 3 directors. Including the Risk Management Committee, comprising of 2 directors and most executive management of the Company.

In compliance with the Company's Articles of Association in Chapter 5, Board of Directors, Clause 22, A Director is entitled to receive remuneration fees from the Company in the form of cash reward, meeting allowance, pension, bonus, or any other forms of compensation as approved by the Annual General Meeting of Shareholders with the votes of not less than two-thirds (2/3) of the total votes of the shareholders attending the meeting. The remuneration shall be made either in a fixed amount or by a specific policy or shall be specially determined on each particular occasion or shall be determined to have a continuous effect until a resolution of the Annual General Meeting of Shareholders has changed to be otherwise. In addition, a Director is entitled to have the right to receive any allowance and welfare in accordance with the regulations of the Company.

In compliance with Good Corporate Governance principles, the Board of Directors, with recommendation of the Nomination and Remuneration Committee thoroughly considered and deemed it appropriate to propose the Annual General Meeting of Shareholders to approve the remuneration to be paid to the Board of Directors and the sub-committees, including Directors' annual bonus every year, even the regulation and remuneration rate remain unchanged from the resolution of the previous Annual General Meeting of Shareholders. For the director remuneration of the year 2024, propose to remain as the same regulation and remuneration rate with the year 2023 by considered based on the performance, duties and responsibilities of each committee and comparable to listed companies in the Stock Exchange of Thailand that has similarly sized industries and businesses. The remuneration should be sufficient to motivate the directors to be qualified and able to perform their duties in order to achieve the Company's goals and business direction with transparency process and support Shareholders' confidence. The remuneration was proposed to the shareholders as details below.

1. The Board of Directors' Remuneration:

1.1 Monthly remuneration to be paid every month as follows:

Chairman	Baht	35,000/month
Vice Chairman	Baht	25,000/month
Other board members	Baht	20,000/month

1.2 Meeting attendance fee to be paid to directors attending the meetings as follows:

Chairman	Baht	50,000/month
Vice Chairman	Baht	40,000/month
Other board members	Baht	30,000/month

1.3 Other benefits: none

2. The Sub-committees' Remuneration: Audit Committee, Nomination and Remuneration Committee, Corporate Governance Committee, and Risk Management Committee: paying only the meeting allowance when attending the meeting by paying to

Chairman	Baht	50,000/time
Other Directors	Baht	30,000 each/time

As for the Directors' annual bonus, the Nomination and Remuneration Committee had considered the bonus rate to motivate the Directors to continue the effort in leading the Company to its goals. The Committee therefore suggested the Board to propose the shareholders to consider the bonus rate for 2023 at 2% of the announced dividend, but not exceed THB 2,000,000, and to allow the Directors to allocate the amount among themselves. This bonus rate was same as last year's.

Executive Directors were not entitled to any of the above remuneration.

The details of directors remuneration and scope of duties and responsibilities of the Board of Directors and sub-committees were shown in 2023 Annual Report, page 118-119 and 99-106.

The Chairman opened for inquiries from shareholders, however, no questions were raised. The Chairman then proposed the Meeting to approve the remuneration for the Company's Directors as suggested.

Resolution: The Meeting approved the remuneration for the Company's Directors as proposed in all respects with not less than two-thirds (2/3) of the total votes of shareholders attending the meeting.

Total number of votes of all shareholders 845,066,040 votes

Approval	845,056,040	votes	equivalent to	99.9988%
Disapproval	0	votes	equivalent to	0.0000%
Abstention	10,000	votes	equivalent to	0.0012%

Agenda Item 7: To consider and approve the appointment of the Company's Auditor and determine the remuneration for the year 2024

The Chairman asked Mrs. Oranuch Apisaksirikul, Chairman of the Audit Committee, to report to the Meeting in this regard.

Mrs. Oranuch Apisaksirikul, Chairman of the Audit Committee, informed the Meeting that the Board of Directors agreed with the recommendation of the Audit Committee to select EY Office Limited to be the audit firm of the Company and resolve to propose the 2024 Annual General Meeting of Shareholders to consider and approve the appointment of 3 auditors and audit fees, considered by the performance and independence of the auditor, as well as changes in rules and regulations of the Stock Exchange of Thailand, Securities and Exchange Commission and Accounting Standards as follows:

- 1) To approve the appointment of the auditors of EY Office Limited for the year 2024 as follows:
 1. Miss Sirirat Sricharoensup C.P.A. Registration No. 5423 or
 2. Miss Watoo Kayankannavee C.P.A. Registration No. 5423 or
 3. Miss Isaraporn Wisutthiyan C.P.A. Registration No. 7480
- 2) To approve the auditor's fee for the Company's Financial Statements for the year 2024 was 1,465,000 baht, increased from the previous year by 75,000 baht, equivalent to 5.1 percent.

The above fee was only for Audit Service. The details of 2023 audit fee were shown in 2023 Annual Report, page 113.

The said auditing firm and the auditors as mentioned above had no relationship with or interests in the Company/the Company’s executives/major shareholders or related persons.

The Chairman opened for inquiries from shareholders, however, no questions were raised. The Chairman then proposed the meeting to approve the appointment of the Company’s auditor and the auditor’s remuneration for the year 2024.

Resolution: The Meeting approved the appointment of the Company’s auditor and the auditor’s remuneration for the year 2024, as proposed in all respects with a majority vote of the shareholders present at the Meeting and casting their votes.

Total number of votes of all shareholders 845,056,040 votes

Approval	845,056,040	votes	equivalent to	100.0000%
Disapproval	0	votes	equivalent to	0.0000%
Abstention	10,000	votes	equivalent to	-

Agenda Item 8: To consider and approve the amendment of the Company’s Articles of Association to be in accordance with the Public Limited Company Act (No. 4) B.E. 2565 (2022) and relevant notifications.

The Chairman assigned Miss Ngamjit Phueknarin, Assistant Company Secretary present details to the meeting.

Miss Ngamjit Phueknarin, Assistant Company Secretary, informed the meeting that referring to the amendment of the Public Limited Company Act (No.4) B.E. 2565 (2022), regarding advertisement, submission of the notifications or documents and deliver proxy via electronic means. The Board of Directors considered and deemed it appropriate to propose the Annual General Meeting of Shareholders to approve the amendment of the Company’s Articles of Association in Clause 32, 46 and 55 as follows:

Original	Proposed Amendment
32. In regard to calling the Shareholders’ meeting, the Board of Directors shall prepare a notice containing information regarding the venue, date, agenda, and matters to be presented to the meeting together with adequate details. The matters to be presented at the Shareholders’ must be clearly identified, whether they are presented for the purpose of acknowledgement, or for approval, or for consideration, as the case may be. In addition, the notice shall include the comments of the Board of Directors on such matters. The meeting notice shall be sent to the	32. In regard to calling the Shareholders’ meeting, the Board of Directors shall prepare a notice containing information regarding the venue, date, agenda, and matters to be presented to the meeting together with adequate details. The matters to be presented at the Shareholders’ must be clearly identified, whether they are presented for the purpose of acknowledgement, or for approval, or for consideration, as the case may be. In addition, the notice shall include the comments of the Board of Directors on such matters. The meeting notice shall be sent to the

<p>shareholders and the registrar at least seven (7) days prior to the meeting date. In addition, the notice of a Shareholders' meeting shall be published in a newspaper no less than three (3) consecutive days prior to the meeting date.</p> <p>The venue for convening the Shareholders' meeting may be located in the province in which the head office is located or other places as prescribed by the Board of Directors.</p>	<p>shareholders and the registrar at least seven (7) days prior to the meeting date. In addition, the notice of a Shareholders' meeting shall be published in a newspaper or via electronic channel in accordance with the rules prescribed by law and the registrar no less than three (3) consecutive days prior to the meeting date.</p> <p>The venue for convening the Shareholders' meeting may be located in the province in which the head office is located or other places as prescribed by the Board of Directors.</p>
<p>46. If the Company wishes to reduce its capital, it must issue a letter notifying the creditors of its capital decrease within fourteen (14) days of the date on which the meeting has passed a resolution and setting the period for submission of a written objection within two (2) months of the date of receipt of the notice of capital decrease and must also publish such resolution in a newspaper within fourteen (14) days.</p>	<p>46. If the Company wishes to reduce its capital, it must issue a letter notifying the creditors of its capital decrease within fourteen (14) days of the date on which the meeting has passed a resolution and setting the period for submission of a written objection within two (2) months of the date of receipt of the notice of capital decrease and must also publish such resolution in a newspaper or via electronic channel in accordance with the rules prescribed by law and the registrar within fourteen (14) days.</p>
<p>55. No dividend shall be paid from other than out of profits. If the Company still has accumulated losses, no dividend shall be distributed.</p> <p>The dividends shall be distributed to each share equally, except in the case that the Company has issued preferred shares and prescribed that holders of the preferred shares are entitled to receive dividends different from the holders of ordinary shares. The distribution of dividends to the holders of preferred shares shall be made in accordance with such prescription. The distribution of dividends must be approved by the Shareholders' meeting.</p> <p>The Board of Directors may distribute dividends periodically if it believes that the Company has generated sufficient profits to enable it to do so. If the interim dividend distribution is made, the Board of Directors shall report this distribution to the shareholders at the next Shareholders' meeting.</p>	<p>56. No dividend shall be paid from other than out of profits. If the Company still has accumulated losses, no dividend shall be distributed.</p> <p>The dividends shall be distributed to each share equally, except in the case that the Company has issued preferred shares and prescribed that holders of the preferred shares are entitled to receive dividends different from the holders of ordinary shares. The distribution of dividends to the holders of preferred shares shall be made in accordance with such prescription. The distribution of dividends must be approved by the Shareholders' meeting.</p> <p>The Board of Directors may distribute dividends periodically if it believes that the Company has generated sufficient profits to enable it to do so. If the interim dividend distribution is made, the Board of Directors shall report this distribution to the shareholders at the next Shareholders' meeting.</p>

<p>The dividend shall be distributed within one (1) month of the date of the Shareholders' meeting or the date of the resolution of the Board of Directors was made as the case may be. As such, a notice notifying the dividend distribution must be sent to the shareholders and must be published in a newspaper on no fewer than three (3) consecutive days.</p>	<p>The dividend shall be distributed within one (1) month of the date of the Shareholders' meeting or the date of the resolution of the Board of Directors was made as the case may be. As such, a notice notifying the dividend distribution must be sent to the shareholders and must be published in a newspaper or via electronic channel in accordance with the rules prescribed by law and the registrar on no fewer than three (3) consecutive days.</p>
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In this regard, the advertisement via electronic channels refers to announcements through publicly websites that is accessible and able to confirm their ownership, in which considered to the accessibility, convenience for utilization and non-discrimination, such as the Company's website, Newspapers online website, or the Stock Exchange of Thailand's website.

The Chairman opened for inquiries from shareholders, however, no questions were raised. The Chairman then proposed the meeting to approve the amendment of the Company's Articles of Association in Clause 32, 46 and 55 as proposed.

Resolution: The Meeting approved the amendment of the Company's Articles of Association to be in accordance with the Public Limited Company Act (No. 4) B.E. 2565 (2022) and relevant notifications, as proposed in all respects with a majority vote of the shareholders present at the Meeting and casting their votes.

Total number of votes of all shareholders 845,066,040 votes

Approval	845,066,040	votes	equivalent to	100.0000%
Disapproval	0	votes	equivalent to	0.0000%
Abstention	0	votes	equivalent to	-

Agenda Item 9: Other Business

There was no other agenda item brought up.

After proceeding with all the matters as specified in the meeting agenda, the Chairman opened for inquiries from shareholders with summarize as follows:

- (1) Miss Teerapan Ungphakorn, proxy of Thailand Investor Association recommended that listed companies in the Stock Exchange of Thailand should consider holding a combined on-site and online Annual General Meeting of Shareholders / Extraordinary General Meeting of Shareholders (Hybrid) to facilitate the communication between shareholders, the

Management and the Board of Directors in alignment with the Securities and Exchange Commission's Circular Kor Lor Tor. Nor Ror. (Wor) 2/2567 regarding the organizational of Annual General Meeting of Shareholders issued on January 10,2024, the Company was asked to hold a hybrid meeting in alignment with the Thai Investors Association's Policy.

Answer Miss Ngamjit Phueknarin, Assistant Company Secretary informed that regarding the Covid situation in year 2021, many companies had adjusted the venue of the Meeting to be Online. The Company also setup the meeting via Online for 3 consecutive years which the Company considered in the Meeting's processes and operations to enable shareholders to participate and exercise their rights in accordance with the laws and regulations of the Company by selecting a meeting system that meets the standards prescribed by law. However, the Company would take the recommendation into consideration in the next occasions, according to situation and trends of other listed companies.

- (2) Mr. Somchai Pongsuriyanan, shareholder, inquired about investment trend from US and Taiwan, and the key revenue of the Company.

Answer Mrs. Somhatai Panichewa, Chief Executive Officer answered as follows:

- 1) Currently, the Company is discussing with investors from many countries. The trend of investment from Taiwan's investors is likely to be increased as well as Japan, China and Korea.
- 2) Currently, the key revenues of the Company are from land sales and develop into industrial park, secondary is revenue from utilities such as power, water and wastewater treatment, and another revenue is from dividend receive from investment in Amata Power Bien Hoa.

As there was no further question, the Chairman then notified the Meeting that the Company has recorded audio and visual of today meeting as VDO media, to comply with the law on electronic meetings that requires the record of audio and visual of all attendees throughout the meeting as electronic data. After this 2024 Annual General Meeting of Shareholders ended, the Company shall prepare the Minutes of the meeting in both Thai and English, including summarize of the questions and answers during the meeting and upload to the Company's website, as well as notify through the Stock Exchange of Thailand Portal within 14 days. If shareholders have any questions or opinions, they can notify to the Assistant Company Secretary of the Company within 1 month after the Meeting date.

The Chairman, then, thanks shareholders on behalf of the Board of Directors and the Management of the Company for their support to the Company, as well as their contribution to join the e-meeting today and declared the Meeting closed at 15.45 hrs.

Signed _____ - *Signature* - _____ Chairman of the Meeting
(Dr. Apichart Chinwanno)

Signed _____ - *Signature* - _____ Company Secretary
(Mrs. Somhatai Panichewa)

Signed _____ - *Signature* - _____ Minutes Taker
(Ms. Ngamjit Phueknarin)