

(Translation)

Minutes of the Annual General Meeting of Shareholders for the Year 2025

Amata VN Public Company Limited

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The Meeting was held on Wednesday April 23, 2025 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 2025 and informed the Meeting that the Company had notified shareholders of this meeting via the SET Portal on Wednesday March 26, 2028, and sent the Notice of the Annual General Meeting of Shareholders to the shareholders via post on Tuesday April 8, 2025. 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 9 shareholders present in person via electronic media, representing 12,182,825 shares, and 34 shareholders by proxy, representing 945,602,018 shares. In total, 43 shareholders and proxies attended the meeting, holding a total of 957,784,843 shares, equivalent to 89.8571 percent of the total 1,065,898,265 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 2025 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.

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 16, 2024 to January 16, 2025. However, no agenda item nor nominee was proposed by the shareholders.

The Chairman then assigned the Assistant Company Secretary to introduce 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, Risk Management Committee, Chairman of the Audit Committee  |
| 4. | Mrs. Somhatai Panichewa         | Director, Chairman of Risk Management Committee, Member of the Corporate Governance Committee, Chief Executive Officer, Company Secretary |
| 5. | Mr. Aukkares 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. | Mr. Yuttana Jiamtragan          | 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 | Chief Financial Officer                     |
| 2. | Mr. Surakij Kiatthanakorn   | General Director, Amata City Bien Hoa JSC   |
| 3. | Mr. Nguyen Van Nhan         | General Director, Amata City Halong JSC     |
| 4. | Mr. Thai Hoang Nam          | General Director, Amata City Long Thanh JSC |

**Auditor and representatives from EY Office Limited:-**

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|----|---------------------------|---------|
| 1. | Ms. Supanee Triyanantakul | Auditor |
| 2. | Ms. Thitiporn Lommek      | Auditor |

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](http://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 2024**

The Chairman requested Mrs. Somhatai Panichewa, Chief Executive Officer, to report the Company's performance during the year 2024 to the Meeting.

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

In 2024, many countries faced economic pressures from both internal and external factors, in which Vietnam was also affected. Despite being affected by Typhoon Yagi, Vietnam has managed to recover and maintain economic growth continuously. Nevertheless, Amata VN Group remains confident in the potential of Vietnam and committed to expand project and business.

In 2024, Vietnam's Gross Domestic Product (GDP) growth rate was 7.09 percent, marking the highest level in the past five years. The two industries that saw the most significant growth were Manufacturing and Services Sectors, with growth rates of 8.24 and 7.38 percent, respectively. Regarding the Trading Value in 2024, increased by 15 percent from the previous year. In the term of Foreign Direct Investment (FDI) showed slightly decreased of investment value of only 3 percent from the previous year. Most investors are from Singapore, Japan and China and the manufacturing sector has the highest portion of investment value at 67 percent, comprising mostly electronics, semiconductor and green technology.

In the past year, Vietnam had significant internal restructuring reforms. This includes merging various ministries to improve administrative efficiency and reduce redundancy in roles and responsibilities. In addition, there was a restructuring in local governance level by consolidating provinces and reducing administrative layers. Furthermore, laws related to investment and land have been revised to ensure more update and transparent.

In the present time, the Company has been investing in Vietnam for 30 years, with projects locate in every part of Vietnam; in the North, Central and South, stipulated the total investment worth 860 million US dollars with area of more than 3,000 hectares, more than 220 customers, has population of nearly 60,000 people working in every project and has generated FDI to Vietnam for more than 6.7 billion US dollars.

In 2024, there were significant progress as follows:

- Amata City Halong (“ACHL”) in the North, sold 69.6 hectares, recognized as revenue at around 60 million US dollars and has Utility service growth at 56 percent.
- Amata City Long Thanh (“ACLT”) in the South, sold 5.4 hectares, recognized as revenue at around 10 million US dollars.
- The Company acquired 25 percent of shares in Amata B.Grimm Power Vietnam to offer Solar Rooftop business in Industrial Park
- The Company disposed 20 percent of shares in ACHL to MC Economic Estate Development Vietnam Corporation (“MRBN”), a subsidiary of Marubeni Corporation in Japan.

The progress in each project in 2024 is as follows:

**Amata City Bien Hoa (“ACBH”)**

- Office space for rent is fully occupant.
- The Nitrogen treatment in Wastewater Treatment plant was improved.

**Quang Tri Industrial Park (“QTIP”)**

- The land compensation in Phase 1, covering 96 hectares has been completed.
- The infrastructure development and transportation routes are currently under construction.

**Amata City Long Thanh (“ACLT”)**

- The land compensation in Phase 1, has been completed by 86 percent.
- Some areas are currently under development, including infrastructure such as transportation routes and 5G signal stations are 90 percent completed.
- A total of 33 hectares of land have been sold.

#### **Amata City Halong (“ACHL”)**

- Phase 1, covering area of 123 hectares, has completed the land compensation process.
- Phase 2-5, covering a total area of 591 hectares, are currently undergoing land compensation with 52 percent progress. It is expected to be fully completed within this year.
- Regarding the infrastructure, a total of 315 MVA of substation capacity has been developed, along with wastewater treatment plants with capacity of 16,000 m<sup>3</sup>/day.
- Opened the area of 1,000 sqm for office rental.

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.

In addition, Mrs. Somhatai Panichewa, Chief Executive Officer, reported the strategy of 2025 as following:

#### **Industrial Park Business:**

- **Amata City Bien Hoa (“ACBH”)** To obtain the Investment Certificate of the last phase (Phase 3B) and continue improving toward renewable energy and sustainable development.
- **Amata City Long Thanh (“ACLT”)** Continue attracting high-tech customers and acquired land readiness for at least 51 hectares.
- **Amata City Halong (“ACHL”)** Increase capacity of power station and wastewater treatment plant, as well as expand more space of service center area, and prepare to submit the expansion area of 500 hectares.
- **Amata Township Long Thanh (“ATLT”)** Seeking for new partnership engagement.

**New Project:** Expand new projects in the North and South and focus on renewable energy projects to serve demand in Amata’s Industrial parks.

**Sustainable Development:** Target to reduce CO2 emissions for 10.2 percent and acquire satisfaction engagement from Customer, Community and Employee at 80, 70 and 87 percent, respectively.

The Company gives importance to operating business under the framework of Good Corporate Governance with sustainability approaches. In 2024, the Company maintains as a listed company with good corporate governance (CGR) with 5-star rating for 7 consecutive years and received the SET ESG ratings for 5 consecutive years, with increased score and grouped in AA level. Regarding the Anti-Corruption, the Company committed to implementing the Anti-Corruption Policy continuously 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 2024.

**Resolution:** The Meeting acknowledge the Annual Report and the Board of Directors' Report for the year 2024

**Agenda Item 2: To consider and approve the Company's audited Financial Statements for the year ended December 31, 2024**

The Chairman asked Mr. Sukhum Pitayapiboonpong to report the Financial Statements for the year ended December 31, 2024, 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, 2024, 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 2024 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 2024, the Company has total revenues from operations of 5,305 million Baht, increasing by 26 percent from the previous year, categorized by the revenue of business as follows:

- **Revenue from real estate sales** is 2,397 million Baht, increased by 6 percent from the previous year, mostly revenue from land sales in ACHL and ACLT.
- **Revenue from utility services** is 2,880 million Baht, increased by 50 percent from the previous year, mostly revenue from utility business in ACHL and ACBH.
- **Revenue from rental** is 27 million Baht, decreased by 18 percent from the previous year, resulted from many ready-built factories sold.

**Selling and administrative expenses** increased by 38 percent from the previous year due to the depreciation of assets damaged by the impact of Typhoon Yagi. Additionally, the Company recorded a loss in Foreign Exchange of 122 million Baht. At the end of 2024, the Company had **Net profit** of 133 million Baht, decreased by 69 percent from the previous year. However, when considering only operating income, the Company could generate an Operating Profit of 440 million Baht.

Regarding the **gross profit margin** in 2024, categorized by the Company's businesses as follows:

- Real estate sales margin is 22 percent, decreased from the previous year that had margin at 34 percent.
- Rental margin is 49 percent, decreased from the previous year that had margin at 77 percent due to many ready-built factories sold.
- Utility and services margin is 8 percent, slightly decreased from the previous year that had margin at 9 percent.

As of December 31, 2024, the Company had total assets of 14,794 million Baht, mostly the asset from purchasing and developing the land. The current ratio is 1.3 times and the Debt-to-Equity (D/E Ratio) is 1.4 times.

As for the cash flow, the Company had cash at the beginning of the year at 937 million Baht. The Company had cash inflows from operating activities of 930 million Baht, cash outflow for investment activities 1,746 million Baht, and cash inflow from financing activities of 506 million Baht, resulting in 528 million Baht cash on hand at the end of 2024.

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, 2024.

**Resolution:** The Meeting approved the Company's Financial Statements for the year ended December 31, 2024 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 957,784,843 votes

Approval	957,784,843	votes, equivalent to	100.0000 %
Disapproval	0	votes, equivalent to	0.0000 %
Voided Ballot	0	votes, equivalent to	0.0000 %
Abstention	11,400	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, 2024**

The Chairman asked Mr. Sukhum Pitayapiboonpong to presented details of the appropriation of the legal reserve and annual dividend payment for the year 2024.

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 which the Company's legal reserve has reached the statutory requirement of 10 percent of the registered capital, there is no further necessity for additional appropriation 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 2024, the Company had net profits in the Company's separate financial statements of 201.62 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 2024 until 31 December 2024 by cash at 0.05 baht per share which is equivalent to the total amount around 53.29 million Baht or 26 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 Thursday, May 8, 2025. The dividend payment will be made on Wednesday, May 23, 2025.

The Chairman opened for inquiries from shareholders, however, no questions were raised. The Chairman then proposed the Meeting to approve the non-appropriation of the legal reserve and annual dividend payment for the year ended December 31, 2024.

**Resolution:** The Meeting approved the non-appropriation of the legal reserve and annual dividend payment for the year ended December 31, 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 957,784,843 votes

Approval	957,796,243	votes, equivalent to	100.0000 %
Disapproval	0	votes, equivalent to	0.0000 %
Voided Ballot	0	votes, equivalent to	0.0000 %
Abstention	0	votes, equivalent to	-

**Agenda Item 4: To consider and approve the appointment of directors due to retire by rotation.**

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.

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 2025 Annual General Meeting of Shareholders, there are 3 directors retired by rotation, namely Dr. Huynh Ngoc Phien, Prof. Dr. Warapatr Todhanakasem and Mrs. Somhatai Panichewa.

In compliance with Good Corporate Governance principles, the Director who was retired by rotation at this Meeting, namely Dr. Huynh Ngoc Phien, Prof. Dr. Warapatr Todhanakasem and Mrs. Somhatai Panichewa will leave the meeting room while this agenda item was considered. Prof. Dr. Warapatr Todhanakasem, Chairman of the Nomination and Remuneration Committee, then asked Mr. Kittit Tangjitmaneesakda, Member of Nomination and Remuneration Committee to continue this agenda.

Mr. Kittit Tangjitmaneesakda 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 16, 2024 to January 16, 2025. There was no nominee proposed by the shareholders.

In this regard, the Nomination and Remuneration Committee, excluding the directors whose terms have expired, has thoroughly and carefully considered by taking into account the diversity of the board structure along with the appropriate qualifications and the absence of any disqualifications under relevant regulations or laws. The Committee also considered the knowledge, abilities, expertise, and experience of the individuals to ensure alignment with the Company's strategy and

to benefit the Company's operations. Therefore, the Committee proposed that the Board of Directors considered nominating 3 directors whose terms are expiring, in which all of whom are highly qualified individuals with relevant knowledge, capabilities, and expertise beneficial to the Company's business operations, and who have demonstrated commendable performance in their roles over the past year, to be re-elected to serve for another term.

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 3 retiring Directors namely Dr. Huynh Ngoc Phien, Prof. Dr. Warapatr Todhanakasem and Mrs. Somhatai Panichewa as directors of the Company for another term.

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.

**Resolution:** Approved the re-election of Dr. Huynh Ngoc Phien, Prof. Dr. Warapatr Todhanakasem and Mrs. Somhatai Panichewa as Directors of the Company for another term.

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 957,784,843 votes

#### 4.1 Dr. Huynh Ngoc Phien

Approval	957,784,570	votes, equivalent to	100.0000 %
Disapproval	273	votes, equivalent to	0.0000 %
Voided Ballot	0	votes, equivalent to	0.0000 %
Abstention	11,400	votes, equivalent to	-

#### 4.2 Prof. Dr. Warapatr Todhanakasem

Approval	957,784,456	votes, equivalent to	100.0000 %
Disapproval	387	votes, equivalent to	0.0000 %
Voided Ballot	0	votes, equivalent to	0.0000 %
Abstention	11,400	votes, equivalent to	-

#### 4.3 Mrs. Somhatai Panichewa

Approval	957,784,843	votes, equivalent to	100.0000 %
Disapproval	0	votes, equivalent to	0.0000 %
Voided Ballot	0	votes, equivalent to	0.0000 %
Abstention	11,400	votes, equivalent to	-

After the Meeting approved the re-election of the 3 retired Directors as Directors of the Company for another term, the Chairman then invited the 3 Directors back to the Meeting.

#### **Agenda Item 5: To consider and approve the determination of the remuneration for the Company's Directors year 2025**

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 8 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 2025, propose to remain as the same regulation and remuneration rate with the year 2024 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 2024 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 2024 Annual Report, page 100-106 and 119-120.

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 957,784,843 votes

Approval	957,784,570	votes, equivalent to	99.9988 %
Disapproval	11,673	votes, equivalent to	0.0012 %
Voided Ballot	0	votes, equivalent to	0.0000 %
Abstention	0	votes, equivalent to	0.0000 %

**Agenda Item 6: To consider and approve the appointment of the Company's Auditor and determine the remuneration for the year 2025**

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 PricewaterhouseCoopers ABAS Limited to be the audit firm of the Company and resolve to propose the 2025 Annual General Meeting of Shareholders to consider and approve the appointment of 3 auditors and audit fees, considered by the independence of the auditor, performance, and experiences, 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 PricewaterhouseCoopers ABAS Limited for the year 2024 as follows:
  1. Mr. Boonlert Kamolchanokkul C.P.A. Registration No. 5339 or
  2. Mr. Krit Chatchawalwong C.P.A. Registration No. 5016 or
  3. Miss Nopanuch Apichatsatien C.P.A. Registration No. 5266

In the case that the aforementioned auditors are unable to perform their duties, PricewaterhouseCoopers ABAS Limited shall have the authority to appoint any of its auditors to be the auditor of the Company.

- 2) To approve the auditor's fee for the Company's Financial Statements for the year 2025 was 1,400,000 baht, decreased from the previous year by 140,000 baht, equivalent to 9.1 percent.

The above fee was only for Audit Service. The details of 2024 audit fee were shown in 2024 Annual Report, page 114.

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 2025.

**Resolution:** The Meeting approved the appointment of the Company's auditor and the auditor's remuneration for the year 2025, 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 957,784,843 votes

Approval	957,784,843	votes, equivalent to	100.0000 %
Disapproval	0	votes, equivalent to	0.0000 %
Voided Ballot	0	votes, equivalent to	0.0000 %
Abstention	11,400	votes, equivalent to	-

After proceeding with all the matters as specified in the meeting agenda, the Chairman opened for inquiries from shareholders but there was no question raised. 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 2025 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 15.30 hrs.

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

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

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