

[Translation]

**Minutes of the 2024 Annual General Meeting of Shareholders
Thai Group Holdings Public Company Limited**

The Meeting was held on Friday, April 26, 2024 at 10.00 A.M., via Electronic Meeting (“E-AGM”) through live broadcast from the Meeting Room, 12A floor, Thai Group Building, No. 315 Silom Road, Silom, Bangrak, Bangkok 10500.

Thai Group Holdings Public Company Limited (the “Company”) scheduled the Record Date of Wednesday, March 20, 2024 as to determine name of the shareholder eligible to attend the 2024 Annual General Meeting of Shareholders (the “Meeting”). The number of entitled shareholders on the Record Date (March 20, 2024) were 424 shareholders, holding a combined total of 752,097,832 shares.

Preliminary Proceeding before the Meeting

Ms. Rotjana Udomthongkon, the Company Secretary, informed the Meeting that the Company recognized the importance of protecting the personal data of the Company’s shareholders including proxy, attorney-in-fact from such person (referred to as “representative”) and to ensure that the Company will protect and treat the shareholders’ personal data in accordance with the Personal Data Protection Act B.E. 2562 and amendments (if any) and other laws related (collectively, “Law”), the Company as the Personal Data Controller will collect, use and disclose personal information which are still images, audio and animations of all attendees for recording and preparation for meeting minutes, meeting management, disclosure of news and public relations on the Company's website where the shareholders and representatives can study the details of the personal information form for shareholders and representatives and more privacy notices of the Company.

Moreover, the voting procedures and vote counting via E-AGM are as follows:

1. In casting votes, one (1) share shall have one (1) vote pursuant to Clause 35 of the Company’s Article of Association.
2. Vote counting in each agenda item shall be informed in two scenarios as follows:
 - 2.1 In a case where a shareholder attends the Meeting in person or by proxy,
 - The Chairman shall request the Meeting to vote in each agenda for 1 minute, the Company will allow shareholders/ proxy holders to vote;
 - For each agenda item, please click Vote then select Approve or Disapprove or Abstain for that agenda and click Vote in order confirm the voting. After voted, the processing bar will be shown voted and the system will process the voting;
 - In case of doing nothing in which agenda, it means that this agenda is approved, as such, the system will process the vote as Approve;
 - To edit the voted, it should be redone prior to the time out of voting in each agenda.

- 2.2 In a case where a shareholder appointing a proxy to attend the Meeting has clearly cast his or her vote in each agenda item in the proxy form beforehand, the Company shall count the votes cast in the proxy form towards the resolution of such agenda item. As these votes have been collected and recorded for processing in advance in system, the proxies attending the Meeting thus shall not edit the voting.
3. The Company will report the result of each agenda after 1 minute of voting passed. However, in the event that occurred due to delay of system, the Chairman shall process the next agenda and report the result to the Meeting before the Meeting adjourned.
 4. Any shareholder or proxy, who arrives after the Meeting had begun, shall have the right to vote on the agenda item being considered and the subsequent agenda items only.
 5. Before the voting of each agenda item, the Chairman shall invite the shareholders to ask questions on the related agenda. Any shareholder or proxy who would like to ask the question, please type a question in the menu "Chat inbox" please also inform your name - surname and status, such as coming in person or as a proxy. Then the company will answer the questions accordingly.
 6. This shareholder meeting is the same as the previous meeting, shall not have the agenda regarding the consideration and approval of the Minutes of the 2024 Annual General Meeting of Shareholders. The Company shall disclose the Minutes of the 2024 Annual General Meeting of Shareholders in Thai and English on the Company's website and through the information disclosure system of the Stock Exchange of Thailand (the "SET") within 14 days from the date of the Meeting. In addition, shareholders shall be given opportunity to make inquiries or give their comments regarding the Minutes of the Meeting. There were no more inquiries or comments from shareholders at the meeting from the previous year.
 7. The Company had provided an opportunity for shareholders to propose agenda and to nominate qualified candidates for election as the Company's director during November 15, 2023 to January 31, 2024 pursuant to the criteria disclosed on the Company's website. However, no shareholder proposed any agenda for the Annual General Meeting nor was a candidate nominated for the Company's directorship. As such, there were 11 agenda items.

The Company Secretary informed that there were 4 shareholders, holding 301 shares, attending the Meeting in person via E-AGM, and 26 shareholders, holding 671,782,731 shares, attending by proxies, totaling 30 shareholders, holding 671,783,032 shares, or equivalent to 89.3212 percent of the Company's total issued shares (the Company has a total of 752,097,832 shares). Hence, a quorum was constituted pursuant to the Company's Article of Association.

Mr. Charoen Sirivadhanabhakdi, Chairman of the Board, attending the Meeting via E-AGM, asked the meeting for permission to delegated the task of conducting the Meeting to Dr. Areepong Bhoocha-oom, Vice Chairman of the Board.

Dr. Areepong Bhoocha-oom introduced the directors, executives, auditor, a representative of the legal advisor and a representative who served as a witness during the voting process. These individuals were as follows:

Directors attending the Meeting via E-AGM:

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| 1. | Mr. Charoen Sirivadhanabhakdi | Chairman of the Board. |
| 2. | Mrs. Kittiya Todhanakasem | Independent Director, Chairman of the Risk Oversight Committee, member of the Nomination and Remuneration Committee and member of the Transformation Committee. |
| 3. | Mr. Vachara Tuntariyanond | Independent Director. |
| 4. | Mrs. Atinant Bijananda | Director and Vice Chairman of the Executive Board. |

The aforementioned 4 directors attended the Meeting via E-AGM according to Emergency Decree on Electronic Meetings, B.E. 2563 (2020).

Directors attending the Meeting in person:

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| 1. | Dr. Areepong Bhoocha-oom | Vice Chairman of the Board, Chairman of the Corporate Governance and Sustainability Committee. |
| 2. | Dr. Kulpatra Sirodorn | Independent Director, Chairman of the Audit Committee and member of the Corporate Governance and Sustainability Committee. |
| 3. | Dr. Buranawong Sowapruks | Independent Director, Chairman of the Nomination and Remuneration Committee, Chairman of the Transformation Committee and member of the Risk Oversight Committee. |
| 4. | Pol. Gen. Jate Mongkolhuthi | Independent Director and Chairman of the Anti-Corruption Committee. |
| 5. | Mr. Yothin Pibulkasetkij | Independent Director, member of the Audit Committee and member of the Anti-Corruption Committee. |
| 6. | Mr. Anuwat Jongyindee | Independent Director, member of the Audit Committee, member of the Anti-Corruption Committee and member of the Corporate Governance and Sustainability Committee. |
| 7. | Mr. Chotiphat Bijananda | Director, Chairman of the Executive Board, member of the Nomination and Remuneration Committee, member of the Risk Oversight Committee, member of the Transformation Committee and Chief Executive Officer. |
| 8. | Mr. Sithichai Chaikriangkrai | Director, Vice Chairman of the Executive Board, member of the Nomination and Remuneration Committee, member of the Risk Oversight Committee and member of the Transformation Committee. |
| 9. | Dr. Apichai Boontharawara | Director, member of the Risk Oversight Committee and member of the Executive Board. |

Director absent due to prior commitment:

1. Mr. Thapana Sirivadhanabhakdi Vice Chairman of the Board and member of the Corporate Governance and Sustainability Committee.

There were 13 directors attended the Meeting, representing 92.86 percent of the directors of the Company.

Currently, there are 7 sub-committees, i.e. the Audit Committee, the Risk Oversight Committee, the Nomination and Remuneration Committee, the Corporate Governance and Sustainability Committee, the Transformation Committee, the Anti-Corruption Committee and the Executive Board.

Executives attending the Meeting

1. Ms. Fah Mahanavanont Chief Financial Officer.

Executives of subsidiaries operating core businesses attending the Meeting

1. Mrs. Prettaya Sutthasila Managing Director of Southeast Life Insurance Public Company Limited.
2. Mr. Teeravuth Suthanaseriporn Managing Director of Indara Insurance Public Company Limited.
3. Mr. Trirong Butragat Managing Director of Southeast Capital Company Limited.

The Company's Auditor attending the Meeting: Mr. Chanchai Sakulkoedsin, KPMG Phoomchai Audit Ltd.

External Legal Advisor who acted as the voting inspector attending the Meeting:

Mr. Wittaya Kaewkungsadan – Weerawong, Chinnavat & Partners Ltd.

The representative from Weerawong, Chinnavat & Partners Ltd. acted as the voting inspector.

The Meeting commenced

Dr. Areepong Bhoocha-oom commenced the Meeting to consider matters under the agenda items in the invitation delivered to the shareholders as follows:

Agenda 1 To acknowledge the Company's performance report as of December 31, 2023.

Dr. Areepong Bhoocha-oom assigned Mr. Chotiphat Bijananda, the Chief Executive Officer, to present the Company's performance report for the year 2023, summarized as follows:

Mr. Chotiphat Bijananda, the Chief Executive Officer, reported the Company's operating results for the year 2023 that the Company implemented business transformation to enable the Company's business operations to grow steadily and sustainably. The progress of the business transformation was summarized as follows:

- 1) reform the foundation:** following organizational restructuring, corporate governance management, and the establishment of Shared Services Center, later in 2023, the Company continued to perform projects in accordance with the foundation reform plan, which was completed by 70% - 80%.
- 2) create sustainable and profitable growth:** the Company's subsidiaries employ it as a short-term and long-term business planning strategy to achieve continual sustainable growth and profits.
- 3) find new business opportunities:** the Company initiated the feasibility study for the project in order to identify new business opportunities.

There was collaboration with the Risk Oversight Committee to oversee the overall risk management of the group business, strengthen risk management supervision in accordance with the three lines of defense and Enterprise Risk Management. A group risk management policy and risk management framework had been established to oversee risks at the level of the holding company and its subsidiaries in order to ensure stability and sustainability in accordance with the principles of the Securities and Exchange Commission (SEC) and the Stock Exchange of Thailand, as well as the ability to conduct business sustainably and benefit all groups of stakeholders of the Company.

In 2023, the Company undertook a restructuring of the equity and capital structures within the insurance, car rental, and financial business groups and divided the business structure into a life insurance business group, a non-life insurance business group, a car rental business group, a financial business group, a support business group, a real estate business group, a sales support business group and other business groups. This initiative aimed to clarify the equity structure within the Thai Group of Companies, support effective management and oversight of subsidiary companies within the group, and enhance competitiveness in the market.

Corporate Governance

Furthermore, the Company adheres to and prioritizes compliance with corporate governance principles, which are seen as an important part of the Company's management. We are also aware of potential corruption in operations and contacts with stakeholders that could impact the Company's business decisions and operations. The Anti-Corruption Committee has a duty to oversee, prevent, and suppresses all forms of corruption, both direct and indirect, by setting:

1. Anti-Bribery and Anti-Corruption policies
2. Whistleblowing policy, and providing channels for reporting evidence/complaints of corruption and misconduct, as well as mandating that the policy's execution be monitored on a regular basis.

On March 31, 2021, the Company was certified as a member of the Thai Private Sector Collective Action Against Corruption (CAC). Later, on March 30, 2024, CAC notified the Company that the CAC Committee had resolved to renew the Company's member certification for another three years. The Company adheres to the principle of zero tolerance for any form of corruption and has provided channels for reporting corruption in several channels, including filling out forms through the online system (accessible from the Company's website), telephone, post, or submitting complaints in person at the whistleblower center and E-Mail: ZTC@tgh.co.th

The Board of Directors has summarized the Directors' Report on the Company's performance and significant changes for the year 2023, which details are disclosed in the Company's 2023 Annual Report (Form 56-1 One Report for the year 2023) which was delivered to the Company's shareholders in QR Code along with the invitation to the 2024 Annual General Meeting according to Attachment No. 1.

Mr. Chotiphat Bijananda assigned Ms. Fah Mahanavanont, Chief Financial Officer, to presented the Company's 2023 operating performance and Management Discussion and Analysis (MD&A) summarized as follows:

Total Revenue of the Group Company for the year 2023 at amount of 17,858 million Baht or 10% decreased from 19,848 million Baht which was the total revenue of the previous year.

Revenue by Segment

The main income of the group company was derived from 3 core businesses; life insurance at amount of 10,843 million Baht or 60% of total revenue, non-life insurance at amount of 2,821 million Baht or 15% of total revenue and financial service at amount of 4,554 million Baht or 25% of total revenue.

Life Insurance: revenue for 2023 was 10,843 million Baht, a 1% decrease from the previous year, due to a reduction in single premiums life insurance selling through Banca channel from a decrease in bank lending, a growth in group life insurance, an increase in interest and dividend income, and unrealized gain on change in fair value of investment.

Non-Life Insurance: revenue for 2023 was 2,821 million Baht, a 30% decrease from the previous year, due to income of insurance policies transferred from Southeast Insurance being fully recognized as income in the first quarter of 2023, reinsurance commission income of insurance policy transfers from another insurance company amounting to Baht 470 million in 2022, a 20% increase from the previous year of gross written premium from motor and miscellaneous insurances, an increase in reinsurance commission income due to the reinsurance cession was still high, as well as an increase in revenue from investment according to a higher interest yield of bonds.

Financial Service: revenue for 2023 was 4,554 million Baht, a 14% decrease from the previous year while the revenue from operating lease car still continues increasing

from the previous year and still maintained its position as the leading organization in the car rental industry with a fleet of over 23,000 cars. However, revenue from the sale of used cars dropped from the year 2022 due to a decrease in the number of used cars sold, approximately 1,271 cars, as well as a decrease in the price of used cars due to market conditions.

Net Profit: The Company's net profit for the year 2023 was 104 million Baht, decreased from the previous year which had operating net profit of 521 million Baht.

Life Insurance: net profit for 2023 was 130 million Baht, a 140% increase from the previous year. However, claim from group life insurance was higher, unrealized gain on change in fair value of investment and investment income were increased.

Non-Life Insurance: net profit for 2023 was 195 million Baht, due to gain in earned premium and reinsurance commission. Profit decreased in 2023 since in 2022 there was a one-time commission from reinsurance of motor.

Financial Service: had net loss from lower gain on sale of operating leased cars and increasing finance costs due to a higher interest rate.

Total Assets: total assets were 86,085 million Baht, a 2.30% increase from the previous year. Major assets were 64.49% from life insurance business, 10.93% from non-life insurance business and 22.21% from financial service business.

Classification of Financial Asset: Major assets were cash and investment, approximately 55,436 million Baht or representing of 65%, followed by operating leases cars 13,069 million Baht or representing of 15%, other assets 11,524 million Baht or representing of 13%, and reinsurance assets and premium due and uncollected 6,056 million Baht or representing of 7% respectively.

Liabilities: total liabilities were 77,158 million Baht, a 3.52% increase from the previous year, mainly from life insurance and non-life insurance reserve which increased by 3.5 %, as well as loan from financial institutions was increased to support the expansion of the car rental business and financial business.

Return on Equity for 2023 was 8,927 million Baht, a 7.20% decrease from the previous year. The Company's 2023 net profit was 104 million Baht, however, change in fair value of investment on Life-insurance business was decreased due to SET INDEX dropped and increasing in government policy interest rate

Afterwards, the Meeting gave the shareholders the opportunity to ask questions about this agenda. However, there were no shareholders asking any further questions.

Dr. Areepong Bhoocha-oom therefore informed the Meeting that this agenda was for acknowledgement and no voting was required.

Resolution: the Meeting acknowledged the Company's performance report as of December 31, 2023.

Agenda 2 To consider and approve the audited Financial Statements for the year ended December 31, 2023.

Dr. Areepong Bhoocha-oom assigned Ms. Fah Mahanavanont, Chief Financial Officer, to present the Company's audited Financial Statements for the year ended December 31, 2023, summarized as follows:

Ms. Fah Mahanavanont, Chief Financial Officer, presented the Meeting that in compliance with Section 112 of the Public Limited Company Act B.E. 2535, as amended (the "PLCA") and Article 36 of the Company's Article of Association which prescribe that the Company shall prepare the annual financial statements as of the last day of accounting period of the Company which have been audited by the auditor prior to submission to the 2024 Annual General Meeting of Shareholders for consideration and approval.

The Financial Statements as of December 31, 2023, which were endorsed by the Audit Committee and the Board of Directors and audited and certified by the Company's auditor, were included in the 2023 Annual Report as stated in the previous agenda and could be summarized as follows:

Unit: Million Baht

	Consolidated Financial Statements		Separated Financial Statements	
	2023	2022	2023	2022
Total Asset	86,085	84,151	13,787	12,871
Total Liabilities	77,158	74,531	10,484	10,152
Total Revenue	17,857	19,848	1,259	578
Net Profit	104	1,751	587	131
Unappropriated retained earnings (deficit)	6,880	6,873	95	(461)
Earnings per share (Baht/share)	0.07	1.97	0.78	0.17

Afterwards, the Meeting gave the shareholders the opportunity to ask questions about this agenda. However, there were no shareholders asking any further questions.

Dr. Areepong Bhoocha-oom therefore proposed that the Meeting to consider and approve the Company' audited financial statements for the year ended December 31, 2023. The resolution for this agenda item shall be passed by a majority vote of shareholders attending the meeting and casting their votes.

Resolution: after due consideration, the Meeting resolved to approve the Company's audited financial statements for the year ended December 31, 2023 as proposed, by a majority vote of shareholders attending the meeting and casting their votes as follows:

Approved	671,782,932	Votes, Equivalent to	100.0000%
Disapproved	0	Vote, Equivalent to	0.0000%
Abstained	100	Votes	
Voided ballot	0	Vote	

Agenda 3 To consider and approve an allocation of profit derived from operating results for legal reserve and no dividend payment for the 2023.

Dr. Areepong Bhoocha-oom assigned Ms. Fah Mahanavanont, Chief Financial Officer, to present the allocation of profit derived from operating results for legal reserve and no dividend payment for the year 2023 as follows:

Ms. Fah Mahanavanont, Chief Financial Officer, presented the Meeting that to comply with Article 36 of the Company's Articles of Association which provides that the Annual General Meeting of Shareholders shall consider and approve the profit appropriation. In addition, to comply with the section 116 of the Public Limited Companies Act, B.E. 2535 (1992) (as amended) (the "PLCA") and Article 48 of the Company's Articles of Association which stipulate that the Company is required to allocate a portion of annual net profit as a reserve fund in the amount not less than 5 percent of the annual net profit less the accumulated loss brought forward (if any) until the reserved fund attains the amount not less than 10 percent of the Company's registered capital.

Presently, the Company has its registered capital of Baht 12,033,565,300 and from the 2023 operation results, the Company has a legal reserve amounted of Baht 28,913,569.24. Therefore, the Company's legal reserve as of December 31, 2023 amounted of Baht 66,764,385.53 which is equivalent of 0.6% of the Company's registered capital.

For the dividend payment, the Company's dividend policy is to pay out dividend to the shareholders at a rate of not less than 50% of the net profit reported in the Company's separate financial statements after deduction of corporate income tax and the appropriation of required legal reserve and other reserve (if any) by its Articles of Association and applicable law, but must not have retained deficits in shareholder's equity. However, the dividend policy, for the consideration of the Board of Directors, will be taken into account. The dividend payment may possibly be affected by the following factors: the current economic situation, business performance, financial position, financial liquidity, reserve for business expansion, investment plan, repayment or working capital and other concerns appropriately considered by the Board of Directors.

The Company's net profit as shown in the separated Financial Statements for the year ended December 31, 2023 was Baht 587,013,014.59. In accordance with the law, the Company has allocated the legal reserve amounting to Baht 28,913,569.24 which is equivalent of 5% percent of the annual net profit less brought forward accumulated deficits. The Company's retained earnings as of 31 December 2023 was Baht 94,938,869.63. Moreover, the Company required to reserve for working capital to support the business expansion of the subsidiaries and sustainability business growth for the Group, therefore, no dividend payment from 2023 operating results.

In this regard, the Chief Financial Officer proposed to the Meeting to consider and approve the allocation of profit derived from 2023 operating results for legal reserve amounting to Baht 28,913,569.24 and no dividend payment for the 2023 operating result to support the business expansion of the Group.

Afterwards, the Meeting gave the shareholders the opportunity to ask questions about this agenda. However, there were no shareholders asking any further questions.

Dr. Areepong Bhoocha-oom therefore proposed that the Meeting to consider and approve the allocation of profit derived from 2023 operating results for legal reserve amounting to Baht 28,913,569.24 and no dividend payment for the 2023 operating result. The resolution for this agenda item shall be passed by a majority vote of shareholders attending the meeting and casting their votes.

Resolution: after due consideration, the Meeting resolved to approve the Company's allocation of profit derived from operating results for legal reserve and no dividend payment for the 2023 as proposed, by a majority vote of shareholders attending the meeting and casting their votes as follows:

Approved	671,782,932	Votes,	Equivalent to	100.0000%
Disapproved	0	Vote,	Equivalent to	0.0000%
Abstained	100	Vote		
Voided ballot	0	Vote		

Agenda 4 To consider and approve the election of directors in replacement of the directors who are due to retire by rotation.

Dr. Areepong Bhoocha-oom assigned Dr. Buranawong Sowapruks, Chairman of the Nomination and Remuneration Committee, to present the election of directors in replacement of the directors who are due to retire by rotation to the Meeting as follows:

In order to comply with good corporate governance principles, 3 of 4 directors who were due to retire by rotation and attended the Meeting namely (1) Mr. Yothin Pibulkasetkij, (2) Mr. Anuwat Jongyindee and (3) Mr. Sithichai Chaikriangkrai requested to leave the meeting room until the consideration of this agenda was completed.

To comply with Section 71 of the Public Limited Company Act B.E. 2535 (1992) (as amended) (the “PLCA”) and Article 36 (4) and Article 17 of the Company’s Articles of Association, at each annual general meeting, one-third (1/3) of the directors, or, if their number is not a multiple of three, then the number nearest to one-third (1/3), shall retire from office. A retiring director may be re-elected by the meeting of the shareholders.

According to the resolution of the 2023 Shareholders’ Meeting approved 16 seats for the Company’s total number of the Board of Directors, however, currently there are 14 directors, the Company deemed it appropriate to propose the reduction the total number of the Company’s Board of Directors from 16 seats to 15 seats and the reservation on 1 vacant director position since the Company has been in the process of recruiting and appointing a qualified person to be the Company’s director in accordance with the criteria and selection set by the Company and the Public Limited Companies Act and relevant announcement from the Capital Market Supervisory Board.

For this Annual General Meeting of shareholders, there were 4 directors due to retire by rotation, namely:

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| 1. Mr. Thapana Sirivadhanabhakdi | Vice Chairman of the Board and member of the Corporate Governance and Sustainability Committee. |
| 2. Mr. Yothin Pibulkasetkij | Independent Director, member of the Audit Committee and member of the Anti-Corruption Committee. |
| 3. Mr. Anuwat Jongyindee | Independent Director, member of the Audit Committee, member of the Corporate Governance and Sustainability Committee and member of the Anti-Corruption Committee. |
| 4. Mr. Sithichai Chaikriangkrai | Director, member of the Nomination and Remuneration Committee, member of the Risk Oversight Committee, member of the Transformation Committee and Vice Chairman of the Executive Board. |

The information of the directors nominated for re-election to replace those retired by rotation and the qualifications of the Independent Director of the Company was delivered to the Company’s shareholders together with this invitation to the 2024 Annual General Meeting of Shareholders as Attachment No. 2 and Attachment No. 3, respectively.

The Company had provided an opportunity for shareholders to nominate qualified candidates to be elected as director of the Company during November 15, 2023 to January 31, 2024 pursuant to the criteria disclosed on the Company’s website and through the news system of the Stock Exchange of Thailand (the “SET”). However, when the specified period lapsed, no shareholders had nominated any persons to be elected as director of the Company.

The Board of Directors excluding the interested directors thoroughly considered the qualification of each director as proposed by the Nomination and Remuneration Committee in line with the nomination guidelines set by the Company and relevant rules and was of view that the proposed 4 directors and independent directors are appropriately qualified without prohibited characteristics under any applicable rules and laws, have knowledge, skills and expertise which will be benefits the Company's business, as well as have business ethic, vision, and good attitude toward the Company, and are able to devote their full capability as the Company's directors and sub-committee members.

In the case of Mr. Yothin Pibulkasetkij and Mr. Anuwat Jongyindee who were nominated to be re-elected as the Company's independent directors for another term, the Board of Director considered that they are appropriately qualified as independent directors and able to express opinions independently in accordance with the Company's qualification for independent director and other relevant criteria.

In this regard, the Board of Directors deemed it appropriate to propose to the 2024 Annual General Meeting of Shareholders to consider and approve the re-election of all 4 directors who were due to retire by rotation to hold office as directors and sub-committee member for another term. The approval for the appointment of each director shall be seek separately.

Afterwards, the Meeting gave the shareholders the opportunity to ask questions about this agenda. However, there were no shareholders asking any further questions.

Dr. Areepong Bhoocha-oom therefore proposed that the Meeting to consider and approve the re-election of directors who were due to retire by rotation, on an individual basis. The resolution for this agenda item shall be passed by a majority vote of shareholders attending the meeting and casting their votes as follows:

1. Mr. Thapana Sirivadhanabhakdi

Resolution: after due consideration, the Meeting resolved to approve the re-election of Mr. Thapana Sirivadhanabhakdi as the Company's director and member of his sub-committees for another term, as proposed, by a majority vote of shareholders attending the meeting and casting their votes as follows:

Approved	671,782,932	Votes,	Equivalent to	100.0000%
Disapproved	0	Vote,	Equivalent to	0.0000%
Abstained	100	Votes		
Voided ballot	0	Vote		

2. Mr. Yothin Pibulkasetkij

Resolution: after due consideration, the Meeting resolved to approve the re-election of Mr. Yothin Pibulkasetkij as the Company's director and member of his sub-committees for another term, as proposed, by a majority

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

Approved	671,782,932	Votes,	Equivalent to	100.0000%
Disapproved	0	Vote,	Equivalent to	0.0000%
Abstained	100	Votes		
Voided ballot	0	Vote		

3. Mr. Anuwat Jongyindee

Resolution: after due consideration, the Meeting resolved to approve the re-election of Mr. Anuwat Jongyindee as the Company's director and member of his sub-committees for another term, as proposed, by a majority vote of shareholders attending the meeting and casting their votes as follows:

Approved	671,782,932	Votes,	Equivalent to	100.0000%
Disapproved	0	Vote,	Equivalent to	0.0000%
Abstained	100	Votes		
Voided ballot	0	Vote		

4. Mr. Sithichai Chaikriangkrai

Resolution: after due consideration, the Meeting resolved to approve the re-election of Mr. Sithichai Chaikriangkrai as the Company's director and member of his sub-committees for another term, as proposed, by a majority vote of shareholders attending the meeting and casting their votes as follows:

Approved	671,782,932	Votes,	Equivalent to	100.0000%
Disapproved	0	Vote,	Equivalent to	0.0000%
Abstained	100	Votes		
Voided ballot	0	Vote		

Before consideration of the next agenda items, Mr. Yothin Pibulkasetkij, Mr. Anuwat Jongyindee and Mr. Sithichai Chaikriangkrai were invited to return to the meeting room.

Agenda 5 To consider and approve the Directors' remuneration for the year 2024.

Dr. Areepong Bhoocha-oom assigned Dr. Buranawong Sowaprun, Chairman of the Nomination and Remuneration Committee to present the directors' remuneration for the year 2024 as follows:

Dr. Buranawong Sowaprun, Chairman of the Nomination and Remuneration Committee, presented that to comply with Section 90 of the Public Limited Company Act B.E. 2535 (as amended) and Article 36 of the Company's Articles of Association which stipulates that the payment of remuneration of directors shall be in accordance with the resolution of the shareholders meeting and Article 22 of the Company's Articles of Association which provides that directors shall be entitled to receive the remunerations as reward, meeting allowance, pension, bonus or other benefits in according to the consideration of the shareholders' meeting.

According to the remuneration policy for directors, in determining the remuneration, the Company will take into account the appropriateness of the assigned duties, responsibilities, and the remuneration rate can be compared with other companies in the same industry with a similar size of business listed on the Stock Exchange of Thailand. The remuneration must be at an appropriate sufficient level to motivate and retain high-quality directors who can effectively perform their duties to meet the objectives and in accordance with the business goals and strategies for sustainable business operation set by the Company through transparent process in order to build confidence for shareholders.

In the year 2023, the Company paid the remuneration to the Board of Directors and other sub-committee's members for total amount of Baht 11,795,000 which was in accordance with the criteria approved by the 2023 Annual General Meeting of Shareholders. Mr. Charoen Sirivadhanabhakdi, the Chairman of the Board, declared his intention not to receive the directors' remuneration for the year 2023. The details of which are shown in the 2023 Annual Report (Form 56-1 One Report for the year 2023) of the Company under Corporate Governance Structure which was delivered to the Company's shareholders together with this invitation to the 2024 Annual General Meeting Shareholders according to Attachment No. 1.

The Board of Directors considered the directors' remuneration for the year 2024 as proposed by the Nomination and Remuneration Committee, based on the appropriateness of the scope of duties and responsibilities of each Committee, the director's knowledge, competency, experience and performance under current circumstances, including the expertise demanded by the Company during business expansion and the comparison to the reference data of the same industry.

The Board of Directors, therefore, deemed it appropriate to propose the 2024 Annual General Meeting of Shareholders to consider and approve the directors' remuneration for the year 2024 at the amount of not exceeding Baht 20,000,000 which is equal to the amount approved for year 2023 and to maintain the criteria and rate of the remuneration as year 2023 to be paid monthly compensation and meeting allowance per meeting with no other benefit as following details:

The Remuneration of the Board of Directors and Sub-committees	2024		2023	
	Monthly Compensation (Baht/Person/Month)	Meeting Allowance (Baht/Person/Meeting)	Monthly Compensation (Baht/Person/Month)	Meeting Allowance (Baht/Person/Meeting)
1) Board of Directors				
• Chairman	60,000	10,000	60,000	10,000
• Vice Chairman	45,000	5,000	45,000	5,000
• Director	35,000	5,000	35,000	5,000
2) Audit Committee				
• Chairman	50,000	None	50,000	None
• Member	40,000	None	40,000	None
3) Other sub-committees appointed by the Board of Directors				
• Chairman	40,000	None	40,000	None
• Directors	30,000	None	30,000	None

The Remuneration of the Board of Directors and Sub-committees	2024		2023	
	Monthly Compensation (Baht/Person/Month)	Meeting Allowance (Baht/Person/Meeting)	Monthly Compensation (Baht/Person/Month)	Meeting Allowance (Baht/Person/Meeting)
	<ul style="list-style-type: none"> Directors who receive a regular salary from the Company shall not be entitled to receive monthly compensation and meeting allowance. No other benefits. 		<ul style="list-style-type: none"> Directors who receive a regular salary from the Company shall not be entitled to receive monthly compensation and meeting allowance. No other benefits. 	

Remark: Mr. Charoen Sirivadhanabhakdi, the Chairman of the Board, declared his intention not to receive the directors' remuneration for the year 2024.

Afterwards, the Meeting gave the shareholders the opportunity to ask questions about this agenda. However, there were no shareholders asking any further questions.

Dr. Areepong Bhoocha-oom therefore proposed that the Meeting to consider and approve the directors' remuneration for the year 2024. The resolution for this agenda item shall be passed by the votes of no less than two-thirds (2/3) of the total votes cast of shareholders attending the Meeting as follows:

Resolution: after due consideration, the Meeting resolved to approve the directors' remuneration for the year 2024 and to maintain the criteria and rate of the remuneration as the previous year, as proposed, by a vote of not less than two-thirds (2/3) of the total number of votes of shareholders attending the meeting. as follows:

Approved	671,782,932	Votes,	Equivalent to	99.9999%
Disapproved	0	Vote,	Equivalent to	0.0000%
Abstained	100	Vote	Equivalent to	0.0001%
Voided ballot	0	Vote	Equivalent to	0.0000%

Agenda 6 To consider and approve the appointment of the auditor and determination of the audit fee for the year 2024.

Dr. Areepong Bhoocha-oom assigned Dr. Kulpatra Sirodom, Chairman of the Audit Committee, to present the appointment of the auditor and determination of the audit fee for the year 2024 as follows:

Dr. Kulpatra Sirodom, Chairman of the Audit Committee, presented that to comply with Section 120 of the Public Limited Company Act B.E. 2535 (as amended) and Article 36 of the Company's Articles of Association which stipulate that the annual general meeting of shareholders shall appoint an auditor and determine an audit fee of the Company each year. In appointing the auditor, the former auditor may be re-appointed. In addition, the Notification of the Office of the Securities and Exchange Commission provides that listed companies shall rotate auditor once the auditor has performed duties in reviewing, auditing and providing opinion to the Company's Financial Statements for a total period of 7 years, whether it is consecutive or not, the company is allowed to appoint the such auditor to be the auditor of the Company when 5 consecutive accounting periods have been passed.

For the year 2023, the Company's auditor is Mr. Chanchai Sakulkoedsin, Certified Public Accountant (Thailand) No. 6827 from KPMG Phoomchai Audit Ltd. ("KPMG") who is responsible for reviewing, auditing and giving opinions on the Company's Financial Statements for a period of time which is not more than the time stipulated by the Securities and Exchange Commission.

For the year 2024, the Board of Directors agreed with the Audit Committee in selecting the Company's auditor by taking into account the past performance, experience, and preparedness of the auditor, and standards and reliability in their working performance, independence and the rate of audit fee, along with other factors proposed by the auditor and deemed it appropriate to propose the appointment the auditors from KPMG Phoomchai Audit Limited to be the auditor of the Company and its subsidiaries due to their consistently high standards of work and performance, expertise, independence and reasonable fee.

Therefore, the Board of Directors considered as proposed by the Audit Committee and deemed it appropriate to propose to the 2024 Annual General Meeting of Shareholders to consider and approve the appointment of the auditor and determination of the audit fee for the year 2024 as following details:

1) Appointment one of the following auditors from KPMG Phoomchai Audit Limited to be the Company's auditor for the fiscal year 2024 namely:

- | | | |
|--------------------------------|--|----|
| (1) Mr. Chokechai Ngamwutikul | Certified Public Accountant (Thailand) No. 9728 | or |
| (2) Miss Orawan Chotiwiwiyakul | Certified Public Accountant (Thailand) No. 10566 | or |
| (3) Mr. Chanchai Sakulkoedsin | Certified Public Accountant (Thailand) No. 6827 | or |
| (4) Mr. Jedsada Leelawatanasuk | Certified Public Accountant (Thailand) No. 11225 | |

to singly act as the Company's auditor, to audit and sign the Company's Financial Statements. In the case that the aforementioned auditors are unable to perform their duties, KPMG is responsible for arrange another auditor from KPMG with equivalent qualification to perform the duties instead.

2) Determination of the 2024 audit fee at the amount of Baht 3,893,400 which is higher than the previous year of Baht 113,400 which is equivalent to 3%, due to increase in cost of operation.

The details of audit fee (Baht) between 2023 and 2024 are as follows;

Details	2024	2023	Increase / (Decrease)
(1) Annual Audit Fee	1,987,900	1,930,000	3%
(2) Quarterly Financial Statement Review	1,905,500	1,850,000	3%
Total	3,893,400	3,780,000	3%

In 2023, the Company and its subsidiaries paid for the non-audit fee to KPMG Phoomchai Audit Limited in total amount of Baht 92,850.

In addition, in 2024 the auditors from KPMG Phoomchai Audit Limited also serve as the auditors of the Company's 9 subsidiaries with audit fee in total amount of Baht 11,016,735.

It is noted that KPMG Phoomchai Audit Limited and auditors named above are the auditors approved by the Office of the Securities and Exchange Commission, and have no relationship and conflict of interest with the Company, its subsidiaries, executives, major shareholders or persons related to those persons. Therefore, they are independent for audit and to express their opinion on the financial statement of the Company.

In addition, the auditor of the Company and its subsidiaries are of the same auditing firm which is KPMG Phoomchai Audit Limited has been the auditor for the Company and its subsidiaries for many years, so they have knowledge and understanding of the business of the Group and can be able to give useful advice, perform their duties in accordance with auditing standards. However, the Board of Directors will ensure that the consolidated financial statements will be completed on a timely basis.

In this regard, the audit fee for the year 2023 has been recorded fully as an accounting expense.

Information of the proposed auditors for the year 2024 are delivered to the Company's shareholders together with this invitation to the 2024 Annual General Meeting according to Attachment No. 4

Afterwards, the Meeting gave the shareholders the opportunity to ask questions about this agenda. However, there were no shareholders asking any further questions.

Dr. Areepong Bhoocha-oom therefore proposed that the Meeting consider and approve the appointment of the auditor and determination of the audit fee for the year 2024. This resolution for this agenda item shall be passed by a majority vote of shareholders attending the meeting and casting their votes as follows:

Resolution: after due consideration, the Meeting resolved to approve the appointment of the auditor and determination of the audit fee for the year 2024, as proposed, by a majority vote of shareholders attending the meeting and casting their votes as follows:

Approved	671,782,932	Votes,	Equivalent to	100.0000%
Disapproved	0	Vote,	Equivalent to	0.0000%
Abstained	100	Votes		
Voided ballot	0	Vote		

Agenda 7 To consider and approve the amendment of the Company's Seal and Articles of Association Article 50 to be aligned with the change of the Company's Seal.

Dr. Areepong Bhoocha-oom assigned Ms. Rotjana Udomthongkon, the Company Secretary, to present the details of this agenda item as follows:

To maintain the image of Phra Prang which indicates Thainess, strength, stability, reliability and auspiciousness, is well known as the foundation image of the Company's business group and has been used and communicated for a long time and can be easily connected to the company's brand. Therefore, the Company deemed it appropriate to propose the amendment of the Company's Seal to be the image of Phra Prang with the name of the Company "Thai Group Holdings Public Company Limited" and the amendment of the Company's Articles of Association, Article 50, to be consistent with the Company's seal. The details are as follows:

	Present	Proposed
Company's Seal		

Afterwards, the Meeting gave the shareholders the opportunity to ask questions about this agenda. However, there were no shareholders asking any further questions.

Dr. Areepong Bhoocha-oom therefore proposed that the Meeting consider and approve the amendment of the Company's seal and Articles of Association, Article 50 to be aligned with the change of the Company's seal. The resolution for this agenda item shall be passed by votes of no less than three-fourths (3/4) of total number of votes of shareholders attending the meeting and entitled to vote as follows:

<u>Resolution:</u> after due consideration, the Meeting resolved to approve the amendment of the Company's seal and Articles of Association, Article 50 to be aligned with the change of the Company's seal as proposed, by votes of no less than three-fourths (3/4) of total number of votes of shareholders attending the meeting and entitled to vote as follows:					
Approved	671,782,932	Votes,	Equivalent to	99.9999%	
Disapproved	0	Vote,	Equivalent to	0.0000%	
Abstained	100	Votes	Equivalent to	0.0001%	
Voided ballot	0	Vote			

Agenda 8 To consider and approve the reduction of the Company's registered capital and the amendment to Clause 4 of the Company's Memorandum of Association regarding the registered capital to reflect the reduction of the Company's registered capital.

Dr. Areepong Bhoocha-oom informed the Meeting that Agenda 8, Agenda 9 and Agenda 10 are related matters regarding the reduction, increase (under the General Mandate) of the Company's registered capital as well as the allocation of newly issued ordinary shares, and assigned Ms. Rotjana Udomthongkon, the Company Secretary, to present this agenda as follows:

In the case the Company has necessity to use fund in order to support business expansion in the future, grow and create sustainable profits for the organization, support the business operations of the Group to increase liquidity and ability and flexibility in sourcing fund from the capital market appropriately, the Board of Directors agreed to propose to shareholder to consider and approve the capital increase under the General Mandate.

Pursuant to Section 136 of the Public Limited Company Act B.E. 2535 (1992) (as amended) (the “PLCA”), the Company would be able to increase its registered capital when all shares have been sold and fully paid-up. The Company is required to reduce its registered by eliminating of 451,258,698 ordinary shares which have not been sold not and reserved to support any rights, with a par value of Baht 10.00 each prior to the increase of registered capital under the General Mandate of which to be notified in agenda 9 and agenda 10.

The Board of Directors considered and deemed it appropriate to propose the 2024 Annual General Meeting of the Shareholders to consider and approve the reduction of the Company’s registered capital in amounted of Baht 4,512,586,980 from current registered capital of Baht 12,033,565,300 to new registered capital of Baht 7,520,978,320 by eliminating of 451,258,698 ordinary shares with a par value of Baht 10.00 each and to amend Clause 4 of the Memorandum of Association of the Company (Registered Capital) to be read as follows:

“Clause 4 Registered Capital	7,520,978,320 Baht	(seven thousand five hundred twenty million nine hundred seventy eight thousand three hundred twenty Baht)
Divided to	752,097,832 Shares	(seven hundred fifty two million ninety seven thousand eight hundred thirty two shares)
Par value of Comprised of Ordinary shares	10.00 Baht	(ten Baht)
	752,097,832 shares	(seven hundred fifty two million ninety seven thousand eight hundred thirty two shares)
Preferred shares	-None -	(-)

Also, to authorize the Board of Directors or the person delegated by the Company’s director or the authorized director acting on behalf of the Company has the power to take any action as necessary and in relation to the decrease of the registered capital and the amendment to Clause 4 of the Memorandum of Association of the Company (Registered Capital) and to approve the authorization to the Board of Directors to make any amendment according to the order, recommendation or opinion of the Registrar of the Department of Business Development, Ministry of Commerce.

Afterwards, the Meeting gave the shareholders the opportunity to ask questions about this agenda. However, there were no shareholders asking any further questions.

Dr. Areepong Bhoocha-oom therefore proposed that the Meeting consider and approve the reduction of the Company's registered capital and the amendment to Clause 4 of the Company's Memorandum of Association of the Company regarding the registered capital to reflect the reduction of the Company's registered capital. The resolution for this agenda item shall be passed by votes of no less than three-fourths (3/4) of total number of votes of shareholders attending the Meeting and entitled to vote as follows:

Resolution: after due consideration, the Meeting resolved to approve the reduction of the Company's registered capital by Baht 4,512,586,980 from current registered capital of baht 12,033,565,300 to the new registered capital of Baht 7,520,978,320 by eliminating of 451,258,698 ordinary shares which have not been sold not and reserved to support any rights, with a par value of Baht 10.00 each be approved and authorized the Board of Directors or the person delegated by the Company's director or the authorized director acting on behalf of the Company to to make any amendment about Clause 4 of the Company's Memorandum of Association of the Company regarding the registered capital to reflect the reduction of the Company's registered capital as proposed, by votes of no less than three-fourths (3/4) of total number of votes of shareholders attending the Meeting and entitled to vote as follows:

Approved	671,782,832	Votes, Equivalent to	99.9998%
Disapproved	100	Votes, Equivalent to	0.0001%
Abstained	100	Votes, Equivalent to	0.0001%
Voided ballot	0	Vote	

Agenda 9 To consider and approve the increase of the Company's registered capital under the General Mandate and amendment to Clause 4 of the Company's Memorandum of Association regarding the registered capital to reflect the increase of the Company's registered capital.

Dr. Areepong Bhoocha-oom assigned Ms. Rotjana Udomthongkon, the Company Secretary, to present the increase of the Company's registered capital and amendment to Clause 4 of the Company's Memorandum of Association regarding the registered capital to reflect the increase of the Company's registered capital as follows:

According to the approval of agenda 8, the reduction of the Company's registered capital and in order to support the Company's business expansion as targeted and generate income and profit which will generate returns to the shareholders and also increase a capability in sourcing fund from capital market suitably and flexibly in the case the Company has necessity to use fund, it deems appropriated to propose to the Shareholders to approve the increase of the Company's registered capital under the General Mandate amounted of Baht 4,512,586,980 from the existing registered capital of Baht 7,520,978,320 to the new registered capital of Baht 12,033,565,300 by issuing 451,258,698 newly-issued ordinary shares at a par value of Baht 10.00 each

and to amend Clause 4 of the Memorandum of Association of the Company (Registered Capital) to be read as follows:

“Clause 4 Registered Capital	12,033,565,300 Baht	(twelve thousand thirty three million five hundred sixty five thousand three hundred Baht)
Divided to	1,203,356,530 Shares	(one thousand two hundred three million three hundred fifty six thousand five hundred thirty shares)
Par value	10.00 Baht	(ten Baht)
Comprised of		
Ordinary shares	1,203,356,530 shares	(one thousand two hundred three million three hundred fifty six thousand five hundred thirty shares)
Preferred shares	-None -	(-)”

Also, to authorize the Board of Directors or the person delegated by the Company’s director or the authorized director acting on behalf of the Company has the power to take any action as necessary and in relation to the increase of the registered capital and the amendment to Clause 4 of the Memorandum of Association of the Company (Registered Capital) and to approve the authorization to the Board of Directors to make any amendment according to the order, recommendation or opinion of the Registrar of the Department of Business Development, Ministry of Commerce.

Afterwards, the Meeting gave the shareholders the opportunity to ask questions about this agenda. However, there were no shareholders asking any further questions.

Dr. Areepong Bhoocha-oom therefore proposed that the Meeting consider and approve the increase of the Company’s registered capital under the General Mandate and amendment to Clause 4 of the Company’s Memorandum of Association regarding the registered capital to reflect the increase of the Company’s registered capital. The resolution for this agenda item shall be passed by votes of no less than three-fourths (3/4) of total number of votes of shareholders attending the meeting and entitled to vote as follows:

Resolution: after due consideration, the Meeting resolved to approve the increase of the Company’s registered capital and amendment to Clause 4 in the Memorandum of Association of the Company (Registered Capital) of Baht 4,512,586,980 from the existing registered capital of Baht 7,520,978,320 Baht to the new registered capital in the amount of Baht 12,033,565,300 by issuing 451,258,698 new ordinary shares with a par value of Baht 10.00 each and allocation of new ordinary shares by General Mandate and to authorize the Board of Directors or the person delegated by the Company’s director or the authorized director to make any amendment about Clause 4 of the Company’s Memorandum of Association of the Company regarding the registered capital to reflect the increase of the Company’s registered capital as proposed, by votes

of no less than three-fourths (3 / 4) of total number of votes of shareholders attending the meeting and entitled to vote as follows:

Approved	671,782,932	Votes,	Equivalent to	99.9999%
Disapproved	100	Votes,	Equivalent to	0.0001%
Abstained	0	Vote	Equivalent to	0.0000%
Voided ballot	0	Vote		

Agenda 10 To consider and approve the allocation of newly issued ordinary shares under the General Mandate in the amount of 451,258,698 shares at a par value of Baht 10 per share.

Dr. Areepong Bhoocha-oom assigned Ms. Rotjana Udomthongkon, the Company Secretary, to present the allocation of newly issued ordinary shares under the General Mandate in the amount of 451,258,698 shares at a par value of Baht 10 per share as follows:

According to the approval of agenda 9 regarding the increase of the Company's registered capital by of General Mandate, it deems appropriated to propose the shareholders to approve the allocation of newly issued ordinary shares under the General Mandate as follows:

- (1) not exceeding 225,629,349 shares, representing 30 percent of the Company's paid-up capital, by way of a Right Offering;
- (2) not exceeding 150,419,566 shares, representing 20 percent of the Company's paid-up capital, by way of a Public Offering;
- (3) not exceeding 75,209,783 shares, representing 10 percent of the Company's paid-up capital, by way of a Private Placement

In addition, it deems appropriate to propose the shareholders' meeting to authorize the Board of Directors to take any action as necessary in relation to the increase of the registered capital and the amendment to Clause 4 in the Company's Memorandum of Association (Registered Capital), as follows:

- (1) to consider an offering of shares in a single or multiple offering. In allocating the newly issued ordinary shares by any or all of the methods under Method 1, Method 2 and Method 3 as mentioned above, the allocated amount shall not exceed 30 percent of the total paid- up capital or 225,629,349 shares as at the date on which the Board of Directors approves the capital increase. Nevertheless, in the case of the allocation in accordance with Method 2 and Method 3, the increased paid- up capital shall not exceed 20 percent of the total paid-up capital or 150,419,566 shares as at the date on which the Board of Directors approves the capital increase;
- (2) to specify the objectives, number of days and times of offering, offering price, including details and conditions related to the allocation of newly issued ordinary shares. The allocation of the newly issued ordinary shares under Methods 2 and 3 as mentioned above must not be allotted to the connected persons. (according to the Notification of the Capital Market Supervisory Board No. ThorChor. 21/2551 Re: Rules on Connected Transaction and the announcement of the Stock

Exchange of Thailand regarding the disclosure of information and the operations of listed companies in related transactions 2546 (2003)). In relation to the offering of shares to private placement, it must not be a low-price public offering (according to the SEC announcement regarding permission and permission to offer shares to the public or to the specific investors). To determine the offering price of newly issued shares to the specific investors must be in order to maintain the best interests of the Company and the shareholders, provided that the price must not be lower than any of the following prices:

- a) a weighted average of the share price trading on the Stock Exchange of Thailand for no less than 7 consecutive trading days but no longer than 15 consecutive trading days before the date on which the offering price is determined, and the discount must not exceed 10 percent of such price; or
 - b) a price determined under the process that allows the investors to express their intention to purchase the newly-issued shares of the Company at the desired price (Book Building), which is surveyed by a securities company (pursuant to the criteria prescribed under Notification of the Capital Market Supervisory Board No. TorChor. 72/2558, Re: Approval of Offering for Sale of Newly-Issued Shares by Listed Companies to Specific Investors (including any amendment thereto)).
- (3) to negotiate, agree to sign related documents and contracts, and take any other necessary actions appropriately in connection with the issuance and offering of the newly issued ordinary shares.

In this regard, the allocation of such capital increase shares must be completed by the date the Company arranges for the next Annual General Meeting of shareholders or within the date required by law to hold the next Annual General Meeting of shareholders, whichever comes first.

Afterwards, the Meeting gave the shareholders the opportunity to ask questions about this agenda. However, there were no shareholders asking any further questions.

Dr. Areepong Bhoocha-oom therefore proposed that the Meeting consider and approve the allocation of newly issued ordinary shares under the General Mandate in the amount of 451,258,698 shares at a par value of Baht 10 per share. The resolution for this agenda item shall be passed by a majority vote of shareholders attending the meeting and casting their votes as follows:

Resolution: after due consideration, the Meeting resolved to approve the allocation of newly issued ordinary shares under the General Mandate in the amount of 451,258,698 shares at a par value of Baht 10 per share as proposed, by a majority vote of shareholders attending the meeting and casting their votes as follows:

Approved	671,782,932	Votes,	Equivalent to	99.9999%
Disapproved	100	Votes,	Equivalent to	0.0001%
Abstained	0	Vote		
Voided ballot	0	Vote		

Agenda 11 To consider other matters (if any).

-None-

Dr. Areepong Bhoocha-oom informed the Meeting that all agenda items listed in the notice of this Meeting had been completely considered and there were no shareholders asking further questions or proposing other matters for the Meeting to consider, therefore, he invited Mr. Charoen Sirivadhanabhakdi, Chairman of the Meeting to adjourn the Meeting.

Mr. Charoen Sirivadhanabhakdi, Chairman of the Board, thanked Dr. Areepong Bhoocha-oom, the meeting moderator, the members of the Board, executives, and the shareholders for their attendance, before adjourning the Meeting at 11.38 A.M.

(Mr. Charoen Sirivadhanabhakdi)
Chairman of the Meeting

(Ms. Rotjana Udomthongkon)
The Company Secretary and minutes taker