

GUNKUL ENGINEERING PUBLIC COMPANY LIMITED
Minutes of the 2024 Annual General Meeting of Shareholders**Date, time and venue.**

The Meeting held on Wednesday, 24th April 2024 at 13.16 hrs., at Eternity Ballroom, G Floor, Pullman Bangkok King Power Hotel, 8/2 Rangnam Road, Thanon-Phayathai, Ratchathewi, 10400 Bangkok, Thailand.

The Board of Directors in Attendance, 11 Directors (There are 11 directors in total, the directors attending the Meeting accounted for 100% of the total number of directors)

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| 1. Dr. Gunkul Dhumrongpiyawut | Chairman of the Board |
| 2. Dr. Chongrak Rarueysong | Independent Director/
Chairman of the Audit Committee and
Member of the Good Corporate Governance and Sustainable
Development Committee |
| 3. Assoc.Prof Dr. Panarat Panmanee | Independent Director and
Member of the Audit Committee |
| 4. Gen. Tarnchaiyan Srisuwan | Independent Director |
| 5. Mr. Tarakorn Angpubate | Independent Director/
Member of the Audit Committee and
Chairman of the Risk Management Committee |
| 6. Dr. Somchint Pilouk | Independent Director and
Member of the Audit Committee |
| 7. Miss Sopacha Dhumrongpiyawut | Director/
Chairman of the Executive Committee and
Member of the Risk Management Committee |
| 8. Dr. Somboon Aueatchasai | Director/Executive Director/ Chief Executive Officer (CEO)
and Secretary of the Board |
| 9. Miss Naruechon Dhumrongpiyawut | Director/Executive Committee and Chief Operating Officer,
Sustainable Energy Business and Strategic Investment |
| 10. Mrs. Areewan Chaloeindan | Director/Executive Committee and
Chief Operating Officer, High Voltage Equipment Business |
| 11. Mr. Chaloepon Sricharoen | Director/Executive Committee and
Vice President, Sales and Marketing |

Non-attendance Director, - Members (accounted for 0%)

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Sub Committee in Attendance, 2 Directors

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| 1. Pol. Maj.Gen. Visit Sukarasep | Chairman of the Nomination and Remuneration Committee |
| 2. Mr. Somchai Trairatanapirom | Chairman of the Good Corporate Governance and
Sustainable Development Committee and Member of the
Risk Management Committee |

Executives and Managers in Attendance, 8 Persons

1. Mr. Thitipong Techaratanayuenyong Member and Secretary of the Risk Management Committee and Chief Financial Officer (CFO)
2. Mr. Chaisiri Wattanacharnnarong Chief Operating Officer, Engineering and Turnkey Business
3. Mr. Theerapab Punyasakhon Chief Operating Officer, Business Support
4. Miss Kullawee Saenchaikorn Senior Vice President, Finance and Accounting
5. Miss Warinthip Rosapitak Senior Vice President, Strategic Planning and Investment
6. Miss Chantra Jongjamareeseethong Company Secretary and Senior Vice President, Office of Chief Executive Officer
7. Mr. Tanetsiri Farkmitr Secretary of the Audit Committee and Vice President, Internal Audit
8. Miss Tanawan Patana-anek Manger, Office of Chief Executive Officer and Secretary of the Good Corporate Governance and Sustainable Development Committee

Other attendees present at the Meeting, 6 Persons

1. Mr. Waiyawat Korsmarnschaikit KPMG Phoomchai Audit Ltd. –Auditor
2. Ms. Dussanee Yimsuwan KPMG Phoomchai Audit Ltd. –Auditor
3. Ms. Pornnipa Rangubphai KPMG Phoomchai Audit Ltd. –Auditor
4. Mr. Kongkoch Yongsavasdikul Representative from Kudun and Partners Co., Ltd. - Legal Advisor and an independent representative for observing the vote counting process
5. Mr. Sahapop Hawasuwan Representative from minority shareholders
6. Ms. Poonsri Karncharoenkulwong Representative from Shareholders' Right Protection Volunteer Club from TIA

For the Annual General Meeting of Shareholders of the year 2024, Gunkul Engineering Public Company Limited (the “**Company**”) has implemented measures to control the spread of the Coronavirus Disease 2019 (COVID-19) and has informed shareholders of the guidelines for participation as follows:

1. The Company has requested cooperation from shareholders, asking those who are at high risk due to recent travel to or from high-risk countries, or who are experiencing fever or respiratory symptoms, to delegate their voting rights to others or to independent representatives of the Company to attend the meeting on their behalf, as indicated in the meeting invitation documents sent out. The Company reserves the right to prohibit high-risk attendees from participating in the meeting.
2. The Company requests cooperation from shareholders, even those not considered high-risk individuals, to delegate their proxies to independent directors of the Company to attend the meeting on their behalf.
3. The Company requests cooperation from meeting attendees to prepare face masks and wear them throughout the meeting.

Furthermore, the Company emphasizes the importance of protecting the personal data of shareholders and all related parties involved in this meeting. The Company has therefore provided details regarding its processing of personal data in compliance with the Personal Data Protection Act B.E. 2562, through the Personal Data Protection Notice, with details as shown in Attachment No. 14.

The meeting also includes representatives of the auditors and legal advisors, with details as follows:

- Representatives from Auditor, KPMG Phoomchai Audit Ltd.
- Representative from Legal Advisor, Kudun and Partners Co., Ltd. serving as an intermediary for vote verification.

The Company has dispatched the meeting invitation letter and accompanying meeting documents, along with the proxy Form B, and has also notified the dissemination of the meeting invitation letter through the website of the Stock Exchange of Thailand (SET) and the Company's website, in accordance with the prescribed criteria.

Before commencing the meeting according to the agenda, details of the meeting and voting procedures have been notified as per attachment No. 9 and 10 page 87 – page 94 as follow;

In accordance with the Public Limited Companies Act B.E. 2535, Sections 90 and 107; as well as the Company's Articles of Association, Articles 27 and 28, criteria regarding meetings of the board of directors and voting procedures at shareholder meetings have been established as follows:

Section 90 The company shall not pay money or give any property to a director, unless it is a payment of remuneration under the articles of association of the company.

In the case where the articles of association of the company is not stipulated, the payment of remuneration under paragraph one shall be in accordance with the resolution of the meeting of shareholders based on a vote of not less than two-thirds of the total number of votes of the shareholders attending the meeting.

Section 107 Unless otherwise prescribed by this Act, a resolution of the meeting of shareholders shall be made by the following votes:

- (1) in an ordinary event, the majority vote of the shareholders who attend the meeting and cast their votes. In case of an equality of votes, the chairman of the meeting shall have an additional vote as a casting vote;

- (2) in the following cases, a vote of not less than three-fourths of the total number of votes of shareholders who attend the meeting and have the right to vote:
 - (a) the sale or transfer of the whole or important parts of the business of the company to other persons;
 - (b) the purchase or acceptance of transfer of the business of other companies or private companies by the company;
 - (c) the making, amending or terminating of contracts with respect to the granting of a hire of the whole or important parts of the business of the company, the entrustment of the management of the business of the company to any other person or the amalgamation of the business with other persons with the purpose of profit and loss sharing;

Article 27

In a shareholders meeting,

- a quorum shall consist of shareholders and proxies (if any) at a number of not less than twenty-five (25) persons holding in aggregate not less than one-third (1/3) of the total number of shares sold or,
- shareholders and proxies at a number of not less than one-half (1/2) of the total number of shareholders holding in aggregate not less than one-third of the total number of shares sold.

Article 28

In voting, each share is entitled to one vote. The resolutions of the shareholders' meeting shall be adopted based on the following vote counts:

- (1) In normal case, the majority of votes of shareholders who attend the meeting and cast votes. In case of equality of votes, the Chairman of the Board shall have an additional casting vote;
- (2) In the following cases, a resolution shall be passed by votes of not less than three-fourths (3/4) of the total number of votes of shareholders who attend the meeting and are entitled to vote:
 - (a) The sale or transfer of the whole or substantial part of the businesses of the Company to other persons;
 - (b) The purchase or acceptance of transfer of businesses of other companies or private companies by the Company;
 - (c) The making, amendment or termination of contracts relating to the leasing out of the whole or a substantial part of the businesses of the Company, the assignment to any other persons to manage the businesses of the Company, or the consolidation of the business with other persons with an objective towards profit and loss sharing;
 - (d) The amendment of Memorandum or Articles of Association;
 - (e) The increase or decrease in the Company's capital or the issuance of debentures and
 - (f) The amalgamation or dissolution of the Company

Voting Procedure

Shareholders and proxy holders shall vote and cast their ballots in the following cases: Approve, Disapprove, or Abstain. Separate voting is not permitted. Procedures for collecting ballot papers and counting votes shall be established as follows.

The procedures for collecting ballot papers and counting votes in general items are as follows:

- The chairperson at the meeting will request shareholders and proxies to indicate "Disapprove" or "Abstain" on any agenda item by casting their votes on the ballot distributed upon registration along with their signature. Subsequently, the staff of the Company will collect only the ballots marked "Disapprove" or "Abstain" to tally the overall voting results for the chairman to report at the subsequent meeting.
- For general agenda items, the company will deduct the "Disapprove" or "Abstain" votes from the total number of votes cast, and the remaining portion will be considered as "agree" votes for that specific agenda item.

The collection of ballots and the method of vote counting for the election of the Board of Directors

- The chairperson at the meeting will request shareholders and proxy holders to vote "Approve" "Disapprove" or "Abstain" on this agenda item. Votes will be cast on the ballots distributed upon registration, along with a signature. Subsequently, the staff of the Company will collect all ballots from attending shareholders and proxy holders to tally the overall voting results for the chairperson to report at the meeting for acknowledgment.
- The vote counting method for this board of directors' election agenda involves tallying "Approve" or "Disapprove"; as well as, "Abstain" votes.

Furthermore, in considering the aforementioned votes, the intention expressed through proxy votes provided by shareholders as outlined in the proxy forms shall also be taken into account. Resolutions of the meeting on each agenda item shall be decided by the majority of votes. In the event of a tie, the chairperson at the meeting shall cast an additional deciding vote as a casting vote. For resolutions regarding the agenda items of capital reduction or increase, amendment of the articles of association, acquisition or transfer of another company's business to the company, issuance of debentures, and general authorization for capital increase, votes must constitute no less than three-fourths of the total votes of both shareholders and proxy holders present and eligible to vote at the meeting. For resolutions concerning the consideration of director remuneration, votes must constitute no less than two-thirds of the total votes of both shareholders and proxy holders present and eligible to vote at the meeting. Detailed vote counts for each agenda item will be communicated to the meeting attendees following the conclusion of each meeting for the subsequent agenda.

The Company has summarized the voting criteria for each agenda item, which are as follows:

Agenda No.	Vote Counting
1, 3, 4, 5, 6, 8	A resolution must receive a majority of votes from both shareholders and proxy holders present and eligible to vote at the meeting. In the event of a tie, the chairperson at the meeting shall cast an additional deciding vote as a casting vote.
7	A resolution must receive no less than two-thirds of the total votes of both shareholders and proxy holders present and eligible to vote at the meeting.
9	A resolution must receive no less than three-fourths of the total votes of both shareholders and proxy holders present and eligible to vote at the meeting.
2	No resolution is passed as it is an informative agenda item.
10 (If any)	The voting criteria may be either: 1) Majority of votes from both shareholders and proxy holders present and eligible to vote at the meeting. 2) No less than two-thirds of the total votes of both shareholders and proxy holders present and eligible to vote at the meeting. 3) No less than three-fourths of the total votes of both shareholders and proxy holders present and eligible to vote at the meeting. (The specific criteria depend on the case.)

In this regard, the Company has recorded the meeting in the form of video media.

The Meeting Commences

Dr. Somboon Aueatchasai, Chief Executive Officer, extended a warm welcome to shareholders, proxy holders, representative from the Thai Investors Association, representatives from legal advisor and auditors, then declared the number of shareholders present and represented by proxy before commencing the meeting as follows:

Shareholders present in person	161	persons, totaling	336,181,382	shares
Shareholders represented by proxy	304	persons, totaling	5,323,128,211	shares
Total	465	persons, totaling	5,659,309,593	shares

The calculation represented 63.71% of the total issued and sold shares of the Company, amounting to 8,882,530,974 shares, which is deemed to constitute a complete meeting in accordance with Article 27 of the Company's Articles of Association.

Dr. Gunkul Dhumrongpiyawut, Chairman of the Board of Directors, presided over the meeting and delegated Dr. Somboon Aueatchasai, a Board Member, Chief Executive Officer (CEO) and Secretary of the Board, to proceed with the next agenda of the meeting.

Dr. Somboon Aueatchasai, Chief Executive Officer, invited Mr. Kongkoch Yongsavasdikul, a representative from Legal Advisor, Kudun and Partners Co., Ltd. serving as an intermediary to inspect the vote counting process, with Mr. Sahapop Hawasuwan as a representative from minority shareholders in this time. Also, Ms. Poonsri Karncharoenkulwong, representative of the Shareholders' Right Protection Volunteer Club from the Thai Investors Association (TIA).

During the period from 17th November 2023 until 31st January 2024, the Company has dispatched the notices inviting shareholders to propose agenda items for the Annual General Meeting of Shareholders for the year 2024 in advance, along with specifying the criteria set by the Company for agenda item proposals to be widely acknowledged by shareholders. This information has been disclosed through the SET and the Company's website. As no proposals have been submitted for consideration by the Board of Directors to be included as agenda items for this Annual General Meeting. Therefore, the Company would like to present the following meeting agendas:

Agenda 1 To consider and approve the Minutes of the 2023 Annual General Meeting of Shareholders

Dr. Somboon Aueatchasai, Chief Executive Officer, proposed the Meeting to approve the Minutes of the 2023 Annual General Meeting of Shareholders held on Friday, 21st April 2023. The Company submitted the aforementioned report to the SET and the Department of Business Development, Ministry of Commerce, within the prescribed period as stipulated by law. Additionally, the document has been published on the Company's website: www.gunkul.com. Also, the copies of the meeting report have been electronically distributed to shareholders along with the meeting notices for this occasion via QR Code scanning. Details are provided in the Attachment No.1 page 17 to page 47. The minutes had been thoroughly reviewed by the Company's Board of Directors, who had found it to be complete and accurate. Therefore, the Company kindly requested the meeting to certify and approve the minutes.

Miss Sopacha Dhumrongpiyawut, Chairman of the Executive Committee, provided an opportunity for shareholders to inquire or express their opinions. However, there were no shareholders who asked questions or proposed amendments to the Annual General Meeting minutes of shareholders for the year 2023. Therefore, it is announced to the shareholders attending the meeting that, based on the Board's review, the minutes have been accurately and completely

recorded. It is deemed appropriate to propose to the attending shareholders to consider approving the Annual General Meeting minutes of shareholders for the year 2023. In this agenda, voting will be counted based on the majority of votes from shareholders and proxies present at the meeting and casting their votes. In case of a tie, the chairman of the meeting shall cast an additional vote as a casting vote.

Resolution The Meeting passed the resolution with the majority of votes from shareholders and proxies present at the meeting and casting their votes, thereby approving the Annual General Meeting minutes of shareholders for the year 2023 which was held on Friday, 21st April 2023, as proposed.

No shareholder contested the vote count for this agenda. The resolution was passed with the following vote count:

Total shareholders attending the meeting: 498 shareholders

Total number of shares: 5,661,186,727 shares

(There were an additional 33 shareholders who joined the meeting after it commenced.)

Shareholders	Number of Votes	Percentage
Approved	5,661,089,737	100.0000
Disapproved	0	0.0000
Total	5,661,089,737	100.0000
Abstain *	96,990	-
Void Ballot *	0	-

* The said votes shall not be included in the calculation of the voting tally.

Agenda 2 To consider and acknowledge the Company's operational results for the fiscal year 2023

Dr. Somboon Aueatchasai, Chief Executive Officer, reported at the meeting to acknowledge the summary of operations for the year 2023 (Management Discussion and Analysis (MD&A)), in accordance with the Public Limited Companies Act B.E. 2535, Section 113; as well as, the Company's Articles of Association, Article 29 and Article 42, which require the Company to report its operational results for the past year at the annual shareholders' meeting for the year 2024. Details are presented in the Annual Registration Statement for the year 2023 (Form 56-1 One Report) as Attachment No. 2, which can be downloaded via the QR Code on page 48. Additionally, the Company has prepared summarized operational data for shareholders and interested parties to access through video recordings and presentation documents for the Opportunity Day, which have been published on both the SET and the Company's website. The operational results for the year 2023 can be summarized as follows:

Currently, the Company has a cumulative capacity of 1,588 megawatts (MW) and an equity MW of 1,459 MW, with 1,212.6 MW located domestically. The Company's ongoing power project encompasses solar, wind, and rooftop solar energy installations.

The Company and its subsidiaries generated normal operational revenues totaling 7,737 million baht, compared to the same period of the previous year, which amounted to 8,897 million baht, this reflects a decrease of 1,160 million baht, equivalent to a 13% decline. The majority of this reduction stemmed from:

- 1) Revenue from sales, as presented in the consolidated financial statements for the year ending 31st December 2023, amounted to 1,828 million baht, compared to the same period of the previous year, which totaled 1,829 million baht, this represents a decrease of 0.1%.
- 2) Revenue from construction contracts and services rendered as presented in the consolidated financial statements for the year ended 31st December 2023, showing an

amount of 2,484 million baht, compared to 1,776 million baht for the same period of the previous year, representing an increase of 39.86%. This increase is attributed to the recognition of revenue from solar energy power plant projects and rooftop solar energy projects provided to private sector customers, which continue to grow in line with the set objectives.

- 3) Revenue from sales of property under lease agreements, as per the adoption of the Financial Reporting Standard (TFRS16) which became effective on 1st January 2020, for the year ended 31st December 2023, amounted to 988 million baht, compared to 451 million baht for the same period of the previous year, representing an increase of 119%. This constitutes part of the revenue from selling rooftop solar power to private sector under long-term contracts approximately 10 to 15 years.
- 4) Revenue from electricity sales and adder, as presented in the consolidated financial statements for the year ended 31st December 2023, amounting to 2,307 million baht, compared to 3,449 million baht for the same period in the previous year, representing a decrease of 33%. This decrease is attributed to the restructuring of the wind energy business group from subsidiaries to joint ventures, where ordinary shares, representing 50% of the registered capital in the said companies, were issued and offered to business partners since July 2022. This restructuring has led to a change in the accounting treatment of revenue and profit in this segment, which now recorded under the profit sharing from investments in joint ventures and associates instead.

The Company and its subsidiaries achieved a margin profit for the year ended 31st December 2023, at a rate of 32%, down from the previous year's rate of 37%. This margin profit decrease is attributed to the proportion of income from wind energy projects with relatively high profit rates, which decreased because of changing the revenue recognition method from recognition in consolidated financial statements to proportionate consolidation in the profit sharing from joint ventures instead.

The Company recorded a net profit attributable to the Company's share of profit sharing, representing 19% for the year. However, considering the profit from regular operations for the year 2023, the Company achieved a net profit of 21% due to the exclusion of revenue from electricity sales from wind energy projects.

Upon reviewing the operational performance of the wind power plant with a total production capacity of 170 MW, it is observed that in 2023, the electricity production reached at 404 gigawatt-hours, nearly equivalent to the output achieved in 2019 at 447 gigawatt-hours. This marks the first year of commercial electricity sales operations (COD) and represents the highest electricity production since inception. The total revenue from wind power electricity sales for the fiscal year 2023 amounted to 2,908 million baht, compared to 2,242 million baht for the same period in the previous year. This increase is attributed to changes in accounting methods, resulted in higher profit shares from investments in joint ventures company in 2023.

A significant reason prompting the Company to consider divesting its investment stakes in wind energy businesses stems from the realization that organizational growth and offsetting for the impending decrease in revenue as the Adder incentives for wind energy projects approach their expiration are critical. The Company must seek new opportunities in business operations, including accumulating additional megawatts. Presently, the Company's Group have entered into Power Purchase Agreements (PPAs) with the Electricity Generating Authority of Thailand (EGAT) and Provincial Electricity Authority (PEA) for a duration of 25 years, comprising a total of 14 projects with a combined electricity production capacity of 621.4 MW. The Board of Directors has thus considered

and recognized the necessity of seeking business partners and securing funding sources to enhance flexibility for expanding the Company's portfolio.

The divestment of investment stakes in subsidiary companies has resulted in a reduction in total assets for both the parent company and its subsidiaries since 2022. As of 31st December 2023, the total assets amounted to 32,850.34 million baht. This has improved the Company's current ratio, indicating an enhanced ability to invest in new projects.

As for the progress of the share repurchase project for financial management, the Company has repurchased shares with the amount of 666.05 million baht, equivalent to 2.70% of the funds allocated for share repurchase (not exceeding 1,120 million baht). The Company continues to consider allocating excess revolving funds to gradually proceed with the share repurchase.

In summary, the Signing of the PPAs for a total electricity production capacity of 621.4 MW will benefit all three business groups: Energy Business, Engineering and Turnkey Business, and High-Voltage Equipment Business. These developments reflect the organization's continuous and stable growth trend, with expectations of gradually commencing commercial operations from 2026 onwards.

Aside from reporting the Company's operational performance, the Company would like to inform about our initiatives regarding good corporate governance and participation in the Thai Private Sector Collective Action against Corruption (CAC) over the past year. The Chairman of the Good Corporate Governance and Sustainable Development Committee was the person who presented the information to the meeting for further information.

Mr. Somchai Trairatanirom, Chairman of the Good Corporate Governance and Sustainable Development Committee, presented updates at the meeting to inform about the progress on corporate governance and sustainable development matters as follows:

From the performance regarding good corporate governance and anti-corruption practices of the Company over the past year, the Board of Directors has actively promoted and supported the establishment of corporate governance processes in accordance with standard criteria, ensuring sustainability for the organization, which summarized achievements for the year 2023 are as follows:

- **Membership in the Thai Private Sector Collective Action against Corruption (CAC)**

The Company emphasizes the importance of combating corruption and has declared its commitment by joining the Thai Private Sector Collective Action Against Corruption since 2017. The Company has implemented guidelines based on these principles throughout the organization. In June 2020 and June 2023, the Company received consecutive CAC memberships for the second and third times respectively from the Thai Private Sector Collective Action Against Corruption Committee, demonstrating its steadfast commitment to advancing corporate governance practices. The Company continues to maintain its standards of governance to date.

In addition, the Company conducts an annual review of its anti-corruption and whistle blowing policy regularly. These policies are implemented and coordinated to provide awareness to relevant stakeholders, and there is an assessment of corruption risks for employees within the Company. Regular monitoring of reported outcomes is also conducted consistently.

- **Good Corporate Governance "CGR" Assessment Results**

The Company is dedicated to translating good corporate governance principles into comprehensive practices throughout the organization, resulting in the Company receiving a 5-star rating in the Corporate Governance Report project for Thai registered

companies (CGR). This consistent recognition places the Company in the "excellent" category for the seventh consecutive year.

In addition, the Company has also been honored with the ASEAN Asset Class PLCs award from ASEAN Corporate Governance Scorecard (ACGS). This accolade is granted to registered companies scoring 97.50 points or higher and is evaluated biennially. The Company received the ASEAN Asset Class PLCs award in 2019 and 2021. Moreover, in 2023, the Company was selected among companies with high market capitalization and is slated for evaluation in the ACGS in 2024. These awards serve as encouragement for the Company to maintain its standards of corporate governance and continue advancing its business operations to create long-term value for stakeholders.

- **Quality assessment results of the 2023 Annual General Meeting of Shareholders**

For the award in the area of shareholder governance, the Company received a score of 100 points for the quality assessment of the Annual General Meeting of Shareholders for the fiscal year 2023, at an excellent level, marking the fifth consecutive year from the Thai Investors Association (TIA). This demonstrates the Company's consistent prioritization of shareholder and stakeholder rights in its business operations.

- **Supervision of operations for sustainable development**

The Company prioritizes sustainable development in its operations to align with international standards, considering stakeholders comprehensively, covering environmental, social, and governance (ESG) aspects. The Company discloses information through the Annual Registration Statement for the year 2023 (Form 56-1 One Report) under the sustainability reporting section.

- **Establishing plan to comply with the CG Code**

In 2023, the Company developed a plan and established practices in line with the Corporate Governance Code (CG Code). In 2024, the Company consistently executed the plan and remained committed to further improving its practices.

The Good Corporate Governance and Sustainable Development Committee acknowledges the importance and benefits of good corporate governance for the Company's operations, shareholders, and stakeholders alike. Therefore, the committee is committed to its role in proposing practices and providing guidance on achieving sustainable governance standards, both nationally and internationally. This guidance is directed towards the Company's Board of Directors and management to facilitate effective and transparent management, with accountability and traceability, ultimately aiming to ensure the Company's continuous and sustainable progress and prosperity.

Miss Sopacha Dhumrongpiyawut, Chairman of the Executive Committee, gave an opportunity for the shareholders to ask questions or express opinions about the Company's operations for the year 2023, which can be summarized as follows:

Ms. Poonsri Karncharoenkulwong, Representative from Shareholders' Right Protection Volunteer Club from TIA, raised the following point for discussion at the meeting:

1. What is the reason that the Company's greenhouse gas emissions in 2023 increased from 2022 to 22.57 percent, while the Company has set a goal to reduce greenhouse gas emissions at 5.00 percent per year?

Dr. Somboon Aueatchasai, Chief Executive Officer, replied to the query as follows:

1. The increased greenhouse gas emissions in 2023 were attributed to business expansion, coupled with the post-COVID-19 pandemic situation, which prompted the Company to

resume full-fledged business operations. Additionally, the increase in the number of employees led to higher volume of greenhouse gas emissions from the use of fossil fuels for internal organizational travel purposes, and the acquisition of raw materials for construction in the engineering and Turnkey business segments. Comparatively, considering the increased workforce, the Company managed to achieve its emission reduction target. Moreover, in 2023 marked the first year of measuring greenhouse gas emissions across all three business segments: Energy Business, Engineering and Turnkey Business, and High-Voltage Equipment Business.

Acting Major Chatchawan Pholdeenana, shareholder attending in person, raised the following point for discussion at the meeting:

2. Based on the information presented above, the Signing of PPAs for a total electricity production capacity exceeding 600 MW. What does it mean that it is necessary to seek additional business partners and what are the operational plans?

Dr. Somboon Aueatchasai, Chief Executive Officer, replied to the query as follows:

2. The Company has successfully pursued business partners to jointly invest in the renewable energy development project. However, should the Company decide to invest in projects abroad, there is a need to devise plans to seek suitable new business partners accordingly.

Mr. Wittaya Sumitmoh, shareholder attending in person, raised the following point for discussion at the meeting:

3. Regarding the Company's share repurchase program, if the deadline for the program in May approaches, what does the Company plan to manage with the repurchased shares?

Dr. Somboon Aueatchasai, Chief Executive Officer, replied to the query as follows:

3. For this third instance of the Company's share repurchase program, regulatory guidelines stipulate that the Company must sell the repurchased shares within three months after completion of the buyback, but not exceeding three years. Should the Company fail to sell or sell all repurchased shares within the project's duration, the Company must reduce the capital previously paid by canceling registered shares repurchased but not yet sold. However, the Company's course of action regarding these repurchased shares ultimately depends on the market trading prices of securities at that time. Ultimately, the Company aims to generate benefits for all stakeholders involved.

Miss Sopacha Dhumrongpiyawut, Chairman of the Executive Committee, informed the meeting that for agenda item 2, the Board of Directors has deliberated and deemed it appropriate to propose presenting the Company's operational results for the fiscal year 2023 for acknowledgment at the meeting. As this agenda item is for notification purposes, it does not require a resolution from the shareholders' meeting.

Resolution At the shareholders' meeting attended by a total of 534 shareholders, representing a total of 5,665,342,276 shares, the Company's operational results for the fiscal year 2023 was acknowledged.
(There were an additional 36 shareholder who joined the meeting after it commenced.)

Agenda 3 To consider and approve the Financial Statements for the year ended 31st December 2023

Dr. Somboon Aueatchasai, Chief Executive Officer, proposed to the meeting that, in accordance with the Public Limited Company Act B.E. 2535, Sections 112-114; as well as, the Company's Articles of Association, Articles 29 and 42-44, the Company has prepared the financial statements for the fiscal year ending 31st December 2023. These statements have been audited and

certified by the Company's auditor, KPMG Phoomchai Audit Ltd. Thus, the Company proposed the Financial Statements for the year ended 31st December 2023 to the Meeting for considering, details of which are provided in the financial statements presented in the Annual Registration Statement for the year 2023 (Form 56-1 One Report) (accessible for download via the QR code on page 48 of the attached document). Additionally, beyond the financial summary presented in agenda item 2, there are key contents of the financial statements that warrant further explanation, as follows:

As for the consolidated and separate financial statements of Gunkul Engineering Public Company Limited and its subsidiaries (the "Group") and of Gunkul Engineering Public Company Limited respectively, has been audited by Mr. Waiyawut Kosamarnchaiyakij, Certified Public Accountant (Thailand) No. 6333 from KPMG Phoomchai Audit Ltd. which comprise the consolidated and separate statements of financial position as of 31st December 2023, and expressed the unqualified opinion that the accompanying consolidated and separate financial statements present fairly, in all material respects, the financial position of the Group and the Company, respectively, as at 31st December 2023 and their financial performance and cash flows for the year then ended in accordance with Thai Financial Reporting Standards (TFRSs). There are important matters in the audit, which can be summarized as follows:

1) Impairment testing of goodwill, investment in subsidiaries, associate and joint venture

The Group consistently considered impairment testing of goodwill, and considered impairment testing of investment in subsidiaries, associate and joint venture when there is an indicator which all mainly affected by market situation. This required management's judgement, which means that management must diligently monitor whether the various investments made are still capable of generating cash flows for the respective operations. When compared to the purchase cost, these cash flows should not result in a negative figure. If a negative scenario arises, impairment measures must be taken to address it.

2) Revenue and cost of construction services

The Group accounts for revenue from construction services by referencing the stage of completion of the constructions. This is assessed by the responsible project's engineers and considered with the actual costs and the estimated costs to complete the constructions.

The management and the project's engineers are required to exercise significant judgement to estimate the cost of construction services to complete the contracts that will affect the stage of completion, which means that cost estimation in every construction project should include a consistent calculation of initial profit for each quarter.

The explanations regarding the statements of financial position; as well as; the income and notes to the financial statements, have been provided in the Company's operational results for the fiscal year 2023, as presented in agenda item 2 above; as well as; in the financial statements section of the 2023 Annual Registration Statement (Form 56-1 One Report).

Miss Sopacha Dhumrongpiyawut, Chairman of the Executive Committee, gave an opportunity for the shareholders to ask questions or express opinions about the Company's financial statements for the year ended 31st December 2023 which can be summarized as follows:

Ms. Poonsri Karncharoenkulwong, Representative from Shareholders' Right Protection Volunteer Club from TIA, raised the following points for discussion at the meeting:

1. Currently, what is the status of the legal proceedings regarding the wind energy project on 32 plots of land in Nakhon Ratchasima Province?

2. Has the Company conducted an Environmental Impact Assessment (EIA) before proceeding with the development of various alternative energy projects?
3. Regarding the patent infringement case involving Mr. Prasert Thammanoonkul and Kemrex Company Limited, what is the current status of the legal proceedings?
4. What strategies does the Company choose to use for mitigate operational fluctuations?
5. What is the most significant risk for the Company, and how can it be mitigated effectively?

Dr. Somboon Aueatchasai, Chief Executive Officer, replied to the query as follows:

1. In the case of the progress of the lawsuit regarding the Wind Farm project, the Company acquired the aforementioned wind energy project, which included land located in Huay Bong Subdistrict, Dan Khun Thot District, Nakhon Ratchasima Province. Before acquiring the land, the Company conducted due diligence on the land title deeds and found them to be legally correct. It was confident that the land title deeds for all 32 plots had been issued in accordance with the relevant laws. The Company then exercised its right to appeal the lower court's judgment to the Supreme Administrative Court to determine the facts and legal issues further elucidated in the appeal. The Supreme Administrative Court has accepted the appeal for consideration. Currently, the project continues its electricity generation operations without any impact on its normal operations.
2. For the development of various alternative energy projects, the Company routinely conducts EIA or Environmental and Health Impact Assessments (EHIA) as part of its standard procedures. The type of assessment conducted depends on the scale of the project being developed. Additionally, for wind energy projects, there is an added assessment of sound impact.
3. Both parties have filed motions to withdraw the lawsuit regarding the patent infringement case, which have been successfully completed since May 2023.
4. The Company has considered that the pursuit of increased megawatts and the expedited construction of power plants under the PPA contracts to be a significant strategy. This strategy is crucial as it will help generate stable revenue for the Company. Additionally, construction business prior to the COD deadline will serve as another revenue-generating venture for the Company, thereby helping to mitigate potential fluctuations.
5. The Company has considered that exchange rate fluctuations constitute a significant risk that must be addressed. Prior to undertaking any project, issues related to this risk or any other risks must be deliberated upon by the Risk Management Committee in a meeting to obtain approval.

Dr. Chongrak Rarueysong, Chairman of the Audit Committee, provided feedback on the financial statements of the Company, stating at the meeting that the audit committee has reviewed the financial statements and financial reports of the Company for the year ended 31st December 2023. These have been audited and commented on by the Company's auditor, KPMG Phoomchai Audit Ltd., thoroughly and adequately disclosed, which the auditor expressed his unconditional opinion. Additionally, the audit committee has engaged in discussions with the external auditors and management of the Company on matters of accuracy, reliability, and compliance with generally accepted accounting standards, ensuring sufficient and timely disclosure of information. Based on the audit, the audit committee approves forwarding the financial statements to the Company's Board

of Directors for consideration. The Board of Directors' meeting resolved to present the financial statements for the year ended 31st December 2023, to the shareholders' meeting for approval.

Miss Sopacha Dhumrongpiyawut, Chairman of the Executive Committee, informed the meeting that, from the opinion of the Board of Directors, it is considered appropriate to propose that the shareholders' meeting consider approving the audited financial statements for the year ended 31st December 2023 and express opinions from the auditor of KPMG Phoomchai Audit Ltd., which has been approved by the Audit Committee then proposed the Meeting that an approval hereunder this agenda, voting will be counted based on the majority of votes from shareholders and proxies present at the meeting and casting their votes. In case of a tie, the chairman of the meeting shall cast an additional vote as a casting vote.

Resolution The Meeting passed the resolution with the majority of votes from shareholders and proxies present at the meeting and casting their votes, thereby approving the Financial Statements as year ended of 31st December 2023, which had been reviewed by the Audit Committee, the Board of Directors, and audited by the auditor, as proposed.

No shareholder contested the vote count for this agenda. The resolution was passed with the following vote count:

Total shareholders attending the meeting: 534 shareholders

Total number of shares: 5,665,342,276 shares

(There were an additional 0 shareholder who joined the meeting after it commenced.)

Shareholders	Number of Votes	Percentage
Approved	5,665,008,777	99.9999
Disapproved	4,400	0.0001
Total	5,665,013,177	100.0000
Abstain *	329,099	-
Void Ballot *	0	-

* The said votes shall not be included in the calculation of the voting tally.

Agenda 4 To consider and approve the omission of dividend payment from the Company's operating results for the year ended 31st December 2023

Dr. Somboon Aueatchasai, Chief Executive Officer, proposed to the meeting to consider approving the omission of dividend payment from the Company's operating results for the year ended 31st December 2023. On 6th December 2023, the Company distributed interim dividends from the operating results for the period ended 30th September 2023, at a rate of 0.06 Baht per share, equivalent to 52.23 percent of the net profit for the period ended 30th September 2023, and/or 45.75 percent of the net profit for the period ended 31st December 2023, which continues to comply with the Company's dividend policy, set at no less than 40 percent of the Company's separate financial statements, after deducting corporate income tax, legal reserves, and other reserves. Regarding legal reserves, the Company has allocated them fully as required by law. Therefore, there is no need to allocate additional profits as legal reserves. Details are provided in the meeting invitation letter, as Attachment No. 3 Page 49.

Furthermore, as reported in agenda item 2 above regarding the Company's operational results, it is evident that the Company has renewable energy power plant projects under development. The first project slated for completion in 2026 is a solar power plant project with a total capacity of 177 MW. The estimated construction and operational costs for this project amount to approximately 6,000 million baht. After deducting the investment funds from project financing, the Company still needs to prepare approximately 2,000 million baht for the aforementioned

investment. This is in addition to maintaining a revolving capital fund reserve of 1,120 million baht, intended for share repurchase program. These actions underscore the necessity of effectively managing the Company's capital fund to maximize benefits for all stakeholders.

Miss Sopacha Dhumrongpiyawut, Chairman of the Executive Committee, gave an opportunity for the shareholders to ask questions or express opinions, which can be summarized as follows:

Ms. Poonsri Karncharoenkulwong, Representative from Shareholders' Right Protection Volunteer Club from TIA, raised the following point for discussion at the meeting:

1. What financial policy method does the Company use in considering the management of the Company's capital at this time? Since the Company must consider choosing between paying dividends and repurchasing shares.

Dr. Somboon Aueatchasai, Chief Executive Officer, replied to the query as follows:

1. Normally, the Company must bring various important matters for consideration by the Board of Directors, especially those related to financial management. In this year's Board meeting, it was jointly considered that the securities market situation in the country over the past 2-3 years has been impacted by several factors. If the Company does not take any action or does not initiate share repurchase program, it may lead to an increase in short selling activities. Furthermore, it was considered that besides preparing for the development of domestic projects, the Company must also reserve capital fund for foreign investments.

Mr. Hangchai Akkawasakul, shareholder attending in person, raised the following point for discussion at the meeting:

2. I agree with abstaining from dividend payment this time, as the Company has previously announced and completed dividend distribution. However, I would like to propose another method to maintain the Company's stock price at an appropriate level and to manage finances for the future. The Company may consider issuing warrants to existing shareholders instead of issuing convertible debentures.

Dr. Somboon Aueatchasai, Chief Executive Officer, replied to the query as follows:

2. The Company appreciates the aforementioned suggestion and will consider it for future deliberation.

Miss Sopacha Dhumrongpiyawut, Chairman of the Executive Committee, informed the shareholders' meeting that, based on the Board's deliberation, it is deemed appropriate to propose to the shareholders' meeting to approve the omission of dividend payment from the Company's operating results for the year ended 31st December 2023, in order to maintain financial flexibility and foster continuous business growth. Therefore, it is proposed to the meeting for consideration and approval.

In this matter, it required a significant majority of votes from both shareholders and proxy holders present at the meeting and casting their votes. If there is an equal number of votes, the chairman of the meeting shall cast an additional deciding vote as a casting vote.

Resolution The Meeting passed the resolution with the majority of votes from shareholders and proxies present at the meeting and casting their votes, thereby approving the omission of dividend payment from the Company's operating results for the year ended 31st December 2023, as proposed.

No shareholder contested the vote count for this agenda. The resolution was passed with the following vote count:

Total shareholders attending the meeting: 538 shareholders

Total number of shares: 5,665,393,731 shares

(There were an additional 4 shareholders who joined the meeting after it commenced.)

Shareholders	Number of Votes	Percentage
Approved	5,662,814,032	99.9549
Disapproved	2,554,700	0.0451
Total	5,665,368,732	100.0000
Abstain *	24,999	-
Void Ballot *	0	-

* The said votes shall not be included in the calculation of the voting tally.

Agenda 5 To consider and approve the election of the company directors to replace the company directors who have retired by rotation

Miss Sopacha Dhumrongpiyawut, Chairman of the Executive Committee, notified the meeting to consider the approval of the election of directors to replace those whose terms have expired, in accordance with the Public Limited Companies Act B.E. 2535, Section 71, and the Company's Articles of Association, Article 13, which stipulate that at every annual general meeting, one-third of the directors must retire from office. If the number of directors to be divided cannot be evenly divided into three parts, the nearest number to one-third shall retire. Directors who are to retire in the first and second years after the company is registered shall draw lots, while for subsequent years, the director who has been in office the longest shall retire. A retired director may be re-elected. The current Board of Directors consists of 11 members; therefore, there are 4 directors who have completed their term at this time, as follows:

- | | | | |
|----|------------------|-------------|---------------------------------|
| 1) | Mr. Tarakorn | Angpubate | Director (Independent Director) |
| 2) | Gen. Tarnchaiyan | Srisuwan | Director (Independent Director) |
| 3) | Dr. Somboon | Aueatchasai | Director (Executive Director) |
| 4) | Mrs. Areewan | Chaloemdan | Director (Executive Director) |

To promote transparency and adhere to election criteria, the Company hereby invite the nominated directors to leave the meeting room, all four of them, before any voting takes place on this agenda item. They will be invited to return to the meeting to commence consideration of the next agenda item.

In this regard, the Company sent out notices inviting shareholders to propose qualified candidates for election as directors of the Company at the Annual General Meeting of Shareholders for the year 2024 in advance. The notices included details of qualifications and nomination procedures as per the criteria set by the Company, which were made known to shareholders in general. The information was disseminated through the SET and the Company's website from 17th November 2023 until 31st January 2024. During this period, no shareholders proposed qualified candidates for election as directors of the Company at this 2024 Annual General Meeting of Shareholders.

The individuals nominated for election at this time had been assessed by the Nomination and Remuneration Committee and received approval at the Board of Directors meeting No.1/2024, held on 28th February 2024, in accordance with the Company's prescribed process. The Board of Directors, excluding interested directors, extensively deliberated and collectively screened based on thorough individual qualifications. It is emphasized that selected board members must be qualified individuals with diverse experiences, leadership qualities, broad vision, integrity, and ethics, with a

transparent and unblemished work history. They should demonstrate independent thinking, possess attributes suitable for the Company's business, and comply with relevant criteria.

In the case where the nominated individual is an independent director, the Board of Directors had duly considered and found that the nominee meets the qualifications as required by relevant laws and regulations concerning independent directors, and capable of providing independent opinions. Therefore, the Board of Directors deemed it appropriate to propose to the shareholders' meeting to elect the directors whose terms are expiring to continue serving for another term, totaling 3 individuals, and to appoint a new director to replace the director whose term is not being renewed, totaling 1 individual, as follows:

- 1) Mr. Tarakorn Angpubate Re-appointment to be an Independent Director / Member of the Audit Committee
- 2) Dr. Somboon Aueatchasai Re-appointment to be a Director (Executive Director)
- 3) Mrs. Areewan Chaloeindan Re-appointment to be a Director (Executive Director)
- 4) Pol.Maj.Gen. Visit Sukarasep Appointment to be an Independent Director, to replace an Independent Director whose term is not being renewed

Therefore, it is proposed to be presented at the 2024 Annual General Meeting of Shareholders for consideration. The profiles of the individuals nominated for the position of director to be considered at this meeting have been sent to shareholders along with the meeting invitation letter. Details are provided in Attachment No.4 page 50 to page 63.

Miss Sopacha Dhumrongpiyawut, Chairman of the Executive Committee, provided an opportunity for shareholders to inquire or express their opinions. However, there were no shareholders who asked questions or proposed any suggestion. Therefore, it is announced to the shareholders attending the meeting that in this agenda item, voting must be conducted on an individual basis, and all ballots must be collected from shareholders present at the meeting, both in person and by proxy. The resolution requiring a majority of votes from both attending shareholders and proxy holders and casting their votes. If there is a tie in the votes, the chairman of the meeting shall cast an additional deciding vote.

Resolution The Meeting passed the resolution with the majority of votes from shareholders and proxies present at the meeting and casting their votes, thereby approving the election as proposed by the Board of Directors with the following details:

- To elect the directors to continue serving for another term:

1. Mr. Tarakorn Angpubate Director (Independent Director)

Total shareholders attending the meeting: 538 shareholders

Total number of shares: 5,665,393,731 shares

(There were an additional 0 shareholder who joined the meeting after it commenced.)

No shareholder contested the vote count for this agenda. The resolution was passed with the following vote count:

Shareholders	Number of Votes	Percentage
Approved	5,665,225,645	99.9998
Disapproved	10,000	0.0002
Total	5,665,235,645	100.0000

Shareholders	Number of Votes	Percentage
Abstain *	158,086	-
Void Ballot *	0	-

* The said votes shall not be included in the calculation of the voting tally.

2. Dr. Somboon Aueatchasai Director (Executive Director)

Total shareholders attending the meeting: 538 shareholders

Total number of shares: 5,665,393,731 shares

(There were an additional 0 shareholder who joined the meeting after it commenced.)

No shareholder contested the vote count for this agenda. The resolution was passed with the following vote count:

Shareholders	Number of Votes	Percentage
Approved	5,642,195,227	99.5930
Disapproved	23,060,415	0.4070
Total	5,665,255,642	100.0000
Abstain *	138,089	-
Void Ballot *	0	-

* The said votes shall not be included in the calculation of the voting tally.

3. Mrs. Arewan Chaloeindan Director (Executive Director)

Total shareholders attending the meeting: 538 shareholders

Total number of shares: 5,665,393,731 shares

(There were an additional 0 shareholder who joined the meeting after it commenced.)

No shareholder contested the vote count for this agenda. The resolution was passed with the following vote count:

Shareholders	Number of Votes	Percentage
Approved	5,640,052,727	99.5942
Disapproved	22,982,915	0.4058
Total	5,663,035,642	100.0000
Abstain *	2,358,089	-
Void Ballot *	0	-

* The said votes shall not be included in the calculation of the voting tally.

- To elect a director to replace an independent director whose term is not being renewed:

4. Pol.Maj.Gen. Visit Sukarasep Director (Independent Director)

Total shareholders attending the meeting: 538 shareholders

Total number of shares: 5,665,393,731 shares

(There were an additional 0 shareholder who joined the meeting after it commenced.)

No shareholder contested the vote count for this agenda. The resolution was passed with the following vote count:

Shareholders	Number of Votes	Percentage
Approved	5,640,120,968	99.5572
Disapproved	25,084,061	0.4428
Total	5,665,205,029	100.0000
Abstain *	188,702	-
Void Ballot *	0	-

* The said votes shall not be included in the calculation of the voting tally.

--Before commencing the next agenda item, all four directors were invited to return to the meeting--

Agenda 6 To consider and approve the election of the company director to replace existing company director who resigned

Dr. Somboon Aueatchasai, Chief Executive Officer, proposed to the meeting to consider and approve the appointment of a new director to replace the outgoing director. In this regard, Mr. Somchai Trairattanapirom had been nominated for consideration to replace the outgoing director. Given his vested interest in this agenda, he is requested to excuse himself from the meeting until deliberation on this agenda is completed. For this agenda, the Chairman of the Nomination and Remuneration Committee was the person who presented the relevant information for further consideration at the meeting.

Pol. Maj.Gen. Visit Sukarasep, Chairman of the Nomination and Remuneration Committee, proposed in the meeting that, in accordance with the Company's Articles of Association, which stipulate that the Board of Directors should consist of no fewer than 5 and no more than 12 members, which the Company currently has a total of 11 directors, leaving 1 vacant seat. Therefore, it is deemed necessary to appoint a new director to fill the vacancy left by the outgoing director.

The Nomination and Remuneration Committee has thoroughly evaluated the selection of company director, considering the qualifications comprehensively to adhere to the specified criteria. It is deemed appropriate to appoint Mr. Somchai Trairattanapirom as an independent director to fill the vacancy left by the outgoing independent director on 13th November 2020. The aforementioned individual's nomination was proposed and approved during the Board of Directors meeting No.1/2024 which held on 28th February 2024. Subsequently, presented at the 2024 Annual General Meeting of Shareholders for consideration. The candidate's profile for the director position had been dispatched to shareholders along with the meeting invitation documents, as shown in Attachment No. 5, page 64 to page 67.

Miss Sopacha Dhumrongpiyawut, Chairman of the Executive Committee, conveyed to the meeting that the Board had extensively deliberated and collectively screened the proposed candidate based on his comprehensive qualifications. Considering the qualifications of the proposed candidate in a meticulous manner, the individuals are highly qualified, possessing diverse experiences, leadership qualities, a broad vision, integrity, and ethical standards, with a transparent work history, demonstrate independent thinking, and possess attributes suitable for the Company's business operations. The nominated individual for election has undergone evaluation by the Nomination and Remuneration Committee according to the Company's prescribed procedures and meet the relevant criteria, aligning well with the Company's business objectives.

The Board of Directors had reviewed and found that the individual nominated for the position of independent director possesses the qualifications required by relevant laws and meets the criteria pertaining to independent directors and capable of providing independent opinions. Therefore, the Board deemed it appropriate to propose to the shareholders' meeting the appointment of Mr. Somchai Trairattanapirom as a director (independent director) to replace the outgoing director.

Following that, an opportunity was given to shareholders to ask questions or provide comments. However, there were no shareholders who asked questions or provided suggestions. Therefore, it was announced to the meeting of shareholders that for this agenda, every ballot must be collected from both attending shareholders and proxy voters. This agenda required a significant majority of votes from shareholders and proxy voters who attend the meeting and cast their votes. In the event of a tie, the chairman of the meeting shall cast an additional deciding vote.

Resolution The Meeting passed the resolution with the majority of votes from shareholders and proxies present at the meeting and casting their votes, thereby approving the election as proposed by the Board of Directors with the following details:

- To elect a new director to replace the outgoing director:

1. Mr. Somchai Trairattanapirom Director (Independent Director)

Total shareholders attending the meeting: 538 shareholders

Total number of shares: 5,665,393,731 shares

(There were an additional 0 shareholder who joined the meeting after it commenced.)

No shareholder contested the vote count for this agenda. The resolution was passed with the following vote count:

Shareholders	Number of Votes	Percentage
Approved	5,640,318,636	99.5989
Disapproved	22,717,209	0.4011
Total	5,663,035,845	100.0000
Abstain *	2,357,886	-
Void Ballot *	0	-

* The said votes shall not be included in the calculation of the voting tally.

-Before proceeding to the next agenda, Mr. Somchai Trairattanapirom was invited to rejoin the meeting-

Agenda 7 To consider and approve the determination of remuneration for the Board of Directors and Sub-committees for the year 2024

Pol. Maj.Gen. Visit Sukarasep, Chairman of the Nomination and Remuneration Committee, reported to the meeting that, in compliance with Article 29 of the Company's Articles of Association, the Annual General Meeting must has agenda for considering the determination of the remuneration of the directors. The Company has policies and criteria for determining directors remuneration at an appropriate level, aligned with their duties for the maximum benefit of the shareholders; as well as, various stakeholders. The process and procedure for remuneration consideration passed through the Nomination and Remuneration Committee for further consideration by the Company's Board of Directors. The Board meticulously scrutinized the appropriateness of various aspects, including benchmarking against similar industry references. Accordingly, the remuneration for the Company's directors and sub-committees for the fiscal year 2024 was determined as detailed in the Attachment No. 6, page 68 to page 73 as details below;

Monetary compensation: proposed for consideration as follows;

Conference Remuneration Fee

Unit : Baht

Position	Board of Directors	Audit Committee	Risk Management Committee	Nomination & Remuneration Committee	Good Corporate Governance and Sustainable Development Committee	Executive Committee
1. Chairman	25,000	25,000	20,000	20,000	20,000	7,500
2. Director	20,000	18,000	15,000	15,000	15,000	5,000
3. Secretary to Committee	8,000	8,000	8,000	8,000	8,000	-

Remark: Independent Director who has appointed as Chairman of the Board of Directors will earn right to receive the conference remuneration fee with the compensation rate of the highest current position of each committee.

- **Annual Remuneration Fee***

Unit : Baht

Position	Board of Directors	Audit Committee	Risk Management Committee	Nomination & Remuneration Committee	Good Corporate Governance and Sustainable Development Committee	Executive Committee
1. Chairman	750,000	300,000	100,000	100,000	100,000	500,000
2. Director	300,000	200,000	100,000	100,000	100,000	200,000
3. Secretary to Committee	50,000	50,000	25,000	25,000	25,000	-
4. Company Secretary	100,000	-	-	-	-	-

Remark: Independent Director who has appointed as Chairman of the Board of Directors will earn right to receive the yearly remuneration fee with the compensation rate of the highest current position of each committee.

* Annual remuneration is payable on a quarterly basis.

The maximum of the all compensation payment is set as follows:

- | | |
|--|--------------------------------|
| 1. Chairman of the Board of Directors | Maximum Payment 3,500,000 Baht |
| 2. Chairman of the Executive Committee | Maximum Payment 2,500,000 Baht |
| 3. Chairman of All Committees
(Except: Chairman of the Board of Director and Chairman of the Executive Committee) | Maximum Payment 1,500,000 Baht |
| 4. Chief Executive Officer | Maximum Payment 1,000,000 Baht |
| 5. Executive Directors | Maximum Payment 800,000 Baht |
| 6. Other Committee
(Except: Executive Director) | Maximum Payment 400,000 Baht |

If any director holds more than one position, the payment will pay calculate the sum of all types of compensation including Conference Remuneration Fee and Yearly Remuneration Fee which must not exceed the ceiling rate or the maximum limit of each position that the director holds. However, if the director holds more than one position, the payment will be from the ceiling position of the highest position only.

The maximum of the all-compensation payment for all directors is set in the total not exceeding 18,000,000.00 Baht.

Compensation / other benefit-in-kind that are not monetary: No

Miss Sopacha Dhumrongpiyawut, Chairman of the Executive Committee, gave an opportunity for the shareholders to ask questions or express opinions, which can be summarized as follows:

Ms. Poonsri Karncharoenkulwong, Representative from Shareholders' Right Protection Volunteer Club from TIA, raised the following point for discussion at the meeting:

- Why did the Company ask to approve the total amount of remuneration limit by not exceeding of 18 million baht, which was higher than the total remuneration that had been paid to all directors in 2023 (approximately 9 million baht)?

Dr. Somboon Aueatchasai, Chief Executive Officer, replied to the query as follows:

- The proposed remuneration for consideration this year remains the same as in the previous year. However, due to some directors holding more than one position, the Company has established a policy for compensation payment to be based on the total

calculation of compensation for all positions and types, including conference remuneration and annual remuneration fee. A total amount for compensation payment for all types and positions has been set at no more than 18 million baht. This ceiling for director compensation has been in place since the past and was not a new policy.

Miss Sopacha Dhumrongpiyawut, Chairman of the Executive Committee, proposed the Meeting that an approval hereunder must not less than two out of three votes from the total number of votes of shareholders and proxies present at the meeting.

Resolution The Meeting passed with a resolution supported by more than two-thirds of the total votes from shareholders and proxies present at the meeting. Consequently, the compensation for the Board of Directors and sub-committees for the fiscal year 2024 was approved as proposed as details below;

Monetary compensation:

- **Conference Remuneration Fee**

Unit : Baht

Position	Board of Directors	Audit Committee	Risk Management Committee	Nomination & Remuneration Committee	Good Corporate Governance and Sustainable Development Committee	Executive Committee
1. Chairman	25,000	25,000	20,000	20,000	20,000	7,500
2. Director	20,000	18,000	15,000	15,000	15,000	5,000
3. Secretary to Committee	8,000	8,000	8,000	8,000	8,000	-

Remark: Independent Director who has appointed as Chairman of the Board of Directors will earn right to receive the conference remuneration fee with the compensation rate of the highest current position of each committee.

- **Annual Remuneration Fee***

Unit : Baht

Position	Board of Directors	Audit Committee	Risk Management Committee	Nomination & Remuneration Committee	Good Corporate Governance and Sustainable Development Committee	Executive Committee
1. Chairman	750,000	300,000	100,000	100,000	100,000	500,000
2. Director	300,000	200,000	100,000	100,000	100,000	200,000
3. Secretary to Committee	50,000	50,000	25,000	25,000	25,000	-
4. Company Secretary	100,000	-	-	-	-	-

Remark: Independent Director who has appointed as Chairman of the Board of Directors will earn right to receive the yearly remuneration fee with the compensation rate of the highest current position of each committee.

* Annual remuneration is payable on a quarterly basis.

The maximum of the all compensation payment is set as follows:

1. Chairman of the Board of Directors Maximum Payment 3,500,000 Baht
2. Chairman of the Executive Committee Maximum Payment 2,500,000 Baht
3. Chairman of All Committees Maximum Payment 1,500,000 Baht
(Except: Chairman of the Board of Director and Chairman of the Executive Committee)
4. Chief Executive Officer Maximum Payment 1,000,000 Baht

5. Executive Directors	Maximum Payment	800,000 Baht
6. Other Committee (Except: Executive Director)	Maximum Payment	400,000 Baht

If any director holds more than one position, the payment will pay calculate the sum of all types of compensation including Conference Remuneration Fee and Yearly Remuneration Fee which must not exceed the ceiling rate or the maximum limit of each position that the director holds. However, if the director holds more than one position, the payment will be from the ceiling position of the highest position only.

The maximum of the all-compensation payment for all directors is set in the total not exceeding 18,000,000.00 Baht.

Compensation / other benefit-in-kind that are not monetary: No

Total shareholders attending the meeting: 538 shareholders

Total number of shares: 5,665,393,731 shares

(There were an additional 0 shareholder who joined the meeting after it commenced.)

No shareholder contested the vote count for this agenda. The resolution was passed with the following vote count:

Shareholders	Number of Votes	Percentage
Approved	5,662,933,845	99.9566
Disapproved	2,350,400	0.0415
Abstain *	109,486	0.0019
Void Ballot *	0	0.0000
Total	5,665,393,731	100.0000

* The said votes were counted as the basis for calculating the voting scores.

Agenda 8 To consider and approve the appointment of auditors and determination of remuneration for the year 2024

Dr. Somboon Aueatchasai, Chief Executive Officer, presented information at the meeting to ensure compliance with the Public Limited Companies Act B.E. 2535, Section 120, and the company's Article of Association, Article 29, which stipulate that at the Annual General Meeting, the appointment of auditors and the determination of the annual audit fees of the Company shall be made. Regarding the appointment of auditors, it is permissible to reappoint the same auditor. Therefore, the Audit Committee and the Board of Directors have considered selecting the Company's auditors based on their performance, experience, standards, and efficiency in work, expertise in auditing, independence, and remuneration of auditors. The following individuals were proposed for appointment as auditors and approval of audit fees, as presented at the meeting. Details were provided in the Attachment No.7 from page 74 to page 78, as follows:

The information of the individuals proposed for appointment as auditors

- 1) Ms. Dussanee Yimsuwan Certified Public Accountant No. 10235 and/or
- 2) Ms. Sophit Prompol Certified Public Accountant No. 10042 and/or
- 3) Ms. Thanyalak Ketkaew Certified Public Accountant No. 8179

From KPMG Phoomchai Audit Ltd, to be appointed as the auditors of the Company for the fiscal year 2024. The individuals mentioned above possess qualifications that comply with the announcement of the Securities and Exchange Commission's criteria, and also serve as auditors in subsidiary and associated companies of the Company.

The audit firm and the auditors as proposed above have no direct or indirect relationship or involvement with the Company, its subsidiaries, executives, major shareholders, or any related individuals mentioned.

Remuneration information for the auditors

The audit fees for the fiscal year 2024 are set at a maximum of 1,560,000.00 baht for the Company alone (and when combined with fees for subsidiaries and associated companies, the total does not exceed 14,990,000.00 baht). The remuneration details for auditors over the past 3 years are as follows:

Details	2024 (for considering)	2023	2022
The annual auditor fee and quarterly review fee for the financial statements of the Company	1,560,000.00	1,560,000.00	1,830,000.00
Other fees	N.A.	N.A.	N.A.

In addition, if auditors from overseas offices are affiliated with local audit offices, the Board of Directors will oversee to ensure timely preparation of financial statements as per the designated timelines.

Dr. Chongrak Rarueysong, Chairman of the Audit Committee, provided feedback on the appointment of auditors and the determination of audit fees for the fiscal year 2024 as follows:

The audit committee considered the appointment of auditors and the determination of audit fees for the fiscal year 2024. After careful consideration, the committee selected auditors from KPMG Phoomchai Audit Ltd. to serve as auditors of the Company. The audit fees for the Company alone not exceeding 1,560,000.00 baht.

In considering the selection of auditors and determining audit fees, the audit committee evaluated based on the following key criteria:

- Past performance, including relevant auditing experience in industries similar to the Company's business sector
- Expertise in auditing, including knowledge of accounting standards and financial reporting standards, along with other relevant criteria
- Independence of the auditors
- Quality of auditing work conducted by the auditors and their audit firm
- Understanding of the Company's business operations and its group of companies
- Principles and guidelines of auditing that impact the quality of auditing work
- Providing feedback and recommendations aligned with auditing standards to guide the Company and its group of companies in making additional improvements to ensure high-quality, accurate, complete, and standardized financial reporting
- Adequate and appropriate allocation of personnel to ensure the effective management of quality control systems in auditing and timely completion of tasks as per set timelines
- Price appropriateness, with auditors proposing fees for the fiscal year 2024 consistent with those of the previous year 2023. Despite the anticipated increase in workload due to various transactions and the addition of more subsidiary companies, when combined with audit fees for subsidiaries and associated companies, the total fees for this year amount to 14,990,000.00 baht, compared to 15,481,000.00 baht in the previous year, representing a decrease of 3.17 percent.

The audit committee considered and found that the auditors, from KPMG Phoomchai Audit Ltd., had met the qualifications as mentioned above, and had proposed an appropriate audit

fee. Therefore, it had been presented to the Board of Directors' meeting for approval and subsequently to the shareholders' meeting for consideration and approval of the appointment of the auditors and the determination of audit fees for the fiscal year 2024 onwards.

Miss Sopacha Dhumrongpiyawut, Chairman of the Executive Committee, provided an opportunity for shareholders to inquire or express their opinions. However, there were no shareholders who asked questions or proposed any suggestion. Therefore, it is announced to the shareholders attending the meeting that in this agenda item, it required a significant majority of votes from both shareholders and proxy holders present at the meeting and casting their votes. If there is an equal number of votes, the chairman of the meeting shall cast an additional deciding vote as a casting vote.

Resolution The Meeting passed the resolution with the majority of votes from shareholders and proxies present at the meeting and casting their votes, thereby approving the appointment of;

- 1) Ms. Dussanee Yimsuwan Certified Public Accountant No. 10235 and/or
- 2) Ms. Sophit Prompol Certified Public Accountant No. 10042 and/or
- 3) Ms. Thanyalak Ketkaew Certified Public Accountant No. 8179

From KPMG Phoomchai Audit Ltd, to be appointed as the auditors of the Company for the fiscal year 2024, with remuneration limited to no more than 1,560,000.00 baht specifically for the Company (and when combined with remuneration for subsidiaries and associated companies, totaling not more than 14,990,000.00 baht), as proposed.

No shareholder contested the vote count for this agenda. The resolution was passed with the following vote count:

Total shareholders attending the meeting: 539 shareholders

Total number of shares: 5,665,393,731 shares

(There were an additional 1 shareholder who joined the meeting after it commenced.)

Shareholders	Number of Votes	Percentage
Approved	5,665,240,245	99.9998
Disapproved	10,000	0.0002
Total	5,665,250,245	100.0000
Abstain *	145,486	-
Void Ballot *	0	-

* The said votes shall not be included in the calculation of the voting tally.

Agenda 9 To consider and approve the amendment to the Company's Articles of Association

Dr. Somboon Aueatchasai, Chief Executive Officer, informed the meeting that, due to the Public Company Limited Act (No. 4) B.E. 2565, there have been additional amendments to the Public Company Limited Act B.E. 2535 concerning the procedures for board meetings and shareholder meetings to accommodate electronic methods. This aims to reduce burdens and provide convenience for the Company and shareholders; as well as, to align with current laws. The Board of Directors therefore deemed it appropriate to propose to the Annual General Meeting for consideration and approval of amendments to the Company's Articles of Association, totaling 14 items, to comply with the amended laws. Details were provided in the meeting invitation document, as in Attachment No. 8 page 79 to page 86, with a summary of the additional amendments as follows:

Existing Articles of Association	Proposed Amendment
Chapter 1 - Article 3 : Propose to amend a content at the end	
<p>“Other provisions not mentioned in these Articles shall apply in accordance with the provisions of the law governing public limited companies in all respects.”</p>	<p>“Other provisions not mentioned in these Articles shall apply in accordance with the provisions of the law governing public limited companies, <u>the law governing securities and the stock exchange, including other laws that are effective or related to the operations of the company.</u>”</p>
Chapter 2 - Article 4 : Propose an amendment by dividing the content at the end of paragraph 1 into paragraph 2 and adding additional content into paragraph 3	
<p>“All shares in the Company shall be ordinary shares specified with the name of the shareholder as set 0.25 Satang in par value. All shares in the Company shall be fully paid-up in one lump sum. Share subscribers or share purchasers may not offset any debt with the Company.</p> <p>The shares of the Company are indivisible. If persons jointly hold or subscribe the shares, those persons shall appoint one of them to exercise the shareholder or share subscriber rights.</p> <p>The Company may issue debentures or convertible debentures or preferred shares, including any securities under the laws on securities and exchange for offering to sell to the shareholders, any person or the public. The Company may convert the convertible debentures or the preferred shares into the ordinary shares subject to the provisions of laws.”</p>	<p>“All shares in the Company shall be ordinary shares specified with the name of the shareholder as set 0.25 <u>baht</u> in par value.</p> <p>All shares in the Company shall be fully paid-up in one lump sum. Share subscribers or share purchasers may not offset any debt with the Company.</p> <p><u>This is except in the case where the Company restructures its debt by issuing new shares to repay debt to creditors under the debt-to-equity conversion project by a resolution of the shareholder meeting with a vote of not less than three-fourths (3/4) of the total number of votes of shareholders who attended the meeting and had the right to vote, the issuance of shares to repay debt and the debt-to-equity conversion project must be in accordance with relevant regulations and laws.</u></p> <p>The shares of the Company are indivisible. If persons jointly hold or subscribe the shares, those persons shall appoint one of them to exercise the shareholder or share subscriber rights.</p> <p>The Company may issue debentures or convertible debentures or preferred shares, including any securities under the laws on securities and exchange for offering to sell to the shareholders, any person or the public. The Company may convert the convertible debentures or the preferred shares into the ordinary shares subject to the provisions of laws.”</p>
Article 5 : Propose to amend the content in paragraph 2 and add paragraph 3	
<p>“The Company shall issue share certificates to shareholders within two (2) months from the date the Registrar has accepted to register the Company, or from the date payment for the shares has been</p>	<p>“The Company shall issue share certificates to shareholders within two (2) months from the date the Registrar has accepted to register the Company, or from the date payment for the shares has been</p>

Existing Articles of Association	Proposed Amendment
<p>received in full in the case of the sale of newly-issued shares after registration of the Company.</p> <p>All share certificates of the Company shall bear a print or signature of at least one (1) director. However, the director may delegate to the Registrar under the laws on securities and exchange the authority to sign or print a signature on his behalf. Such a signature or print shall be in accordance with the rules specified by such Registrar.”</p>	<p>received in full in the case of the sale of newly-issued shares after registration of the Company.</p> <p>All share certificates of the Company shall bear a print or signature of at least one (1) director. However, the director may delegate to the <u>Securities</u> Registrar under the laws on securities and exchange the authority to sign or print a signature on his behalf. Such a signature or print shall be in accordance with the rules specified by such <u>Securities</u> Registrar.</p> <p><u>The signing of the share certificate or any other securities by the directors or Securities Registrar mentioned above may be signed by themselves or by using machinery, computers, or other methods as prescribed by the securities and stock exchange.”</u></p>
<p>Article 8 : Propose to amend the content in paragraph 1 and paragraph 2</p>	
<p>“A shareholder may request the Company to issue new share certificate(s) for those which are defaced or damaged in material respects upon surrender of the old share certificate(s) to the Company. In this case, the Company shall issue the new share certificate(s) within fourteen (14) days from the date of request. In the event of loss or destruction of the share certificate(s), the shareholder shall produce as evidence a police record thereof to the Company, and the Company will issue the new share certificate(s) to such shareholder within fourteen (14) days from the date of receipt of a request and such evidence.</p> <p>In the event of death or bankruptcy of any shareholder, the person entitled to acquire such shares shall surrender the share certificates as well as submit complete legal evidence to the Company before it will accept such person for registration as a shareholder and re-issue new share certificates within one (1) month from the date of receipt of the said evidence.</p> <p>The Company may demand payment of a fee for its re-issuance of new share certificates to replace those lost, defaced or damaged, or in the event that a request is made by the shareholder for copies of the register of shareholders, whether in part or in full, together with the Company's certificate, at the rate prescribed by the laws.”</p>	<p>" A shareholder may request the Company to issue new share certificate(s) for those which are defaced or damaged in material respects upon surrender of the old share certificate(s) to the Company. In this case, the Company shall issue the new share certificate(s) within <u>the period prescribed by law</u>. In the event of loss or destruction of the share certificate(s), the shareholder shall produce as evidence a police record thereof to the Company, and the Company will issue the new share certificate(s) to such shareholder within <u>the period prescribed by law</u>.</p> <p>In the event of death or bankruptcy of any shareholder, the person entitled to acquire such shares shall surrender the share certificates as well as submit complete legal evidence to the Company before it will accept such person for registration as a shareholder and re-issue new share certificates within <u>the period prescribed by law</u>.</p> <p>The Company may demand payment of a fee for its re-issuance of new share certificates to replace those lost, defaced or damaged, or in the event that a request is made by the shareholder for copies of the register of shareholders, whether in part or in full, together with the Company's certificate, at the rate prescribed by the laws.”</p>

Existing Articles of Association	Proposed Amendment
Article 9 : Propose to amend the content in paragraph 5	
<p>"The Company shall not own shares nor take a pledge of its own shares except in the following cases:</p> <p>(1) The Company may repurchase shares from shareholders who consider that they have been unfairly treated and had voted against a shareholders' resolution approving an amendment to the Company's Articles of Association concerning voting rights and dividend entitlement.</p> <p>(2) The Company may repurchase shares for the purpose of financial management when the Company has accumulated profits and surplus liquidity and the share buyback will not lead the Company into financial difficulties.</p> <p>Shares held by the Company will not be counted in constituting a quorum of the shareholders' meeting and will not have any voting rights or rights to receive dividends.</p> <p>Under the first paragraph, the Company shall resell the shares repurchased within the period specified by the ministerial regulations. In case the Company does not or is unable to resell all the repurchased shares within the specified period, the Company shall reduce its paid-up capital by writing off the registered shares unsold.</p> <p>The repurchase of shares under the first paragraph, the sale and writing-off of repurchased shares under the third paragraph shall be done in accordance with the rules and procedures specified by the ministerial regulations and relevant laws.</p> <p>The share repurchase must be approved by a shareholders' meeting, except in the case where the share repurchase does not exceed ten percent (10%) of the Company's paid-up capital, in which case the Company's Board of Directors has the authority to make the decision to repurchase the shares.</p> <p>In case of a share repurchase exceeding ten percent (10%), the Company shall repurchase the shares within one (1) year after passage of a resolution at the shareholders' meeting.</p> <p>The offering price of repurchase of shares, the offering of the resale shares and any issue related</p>	<p>"The Company shall not own shares nor take a pledge of its own shares except in the following cases:</p> <p>(1) The Company may repurchase shares from shareholders who consider that they have been unfairly treated and had voted against a shareholders' resolution approving an amendment to the Company's Articles of Association concerning voting rights and dividend entitlement.</p> <p>(2) The Company may repurchase shares for the purpose of financial management when the Company has accumulated profits and surplus liquidity and the share buyback will not lead the Company into financial difficulties.</p> <p>Shares held by the Company will not be counted in constituting a quorum of the shareholders' meeting and will not have any voting rights or rights to receive dividends.</p> <p>Under the first paragraph, the Company shall resell the shares repurchased within the period specified by the ministerial regulations. In case the Company does not or is unable to resell all the repurchased shares within the specified period, the Company shall reduce its paid-up capital by writing off the registered shares unsold.</p> <p>The repurchase of shares under the first paragraph, the sale and writing-off of repurchased shares under the third paragraph shall be done in accordance with the rules and procedures specified by the ministerial regulations and relevant laws.</p> <p>The share repurchase must be approved by a shareholders' meeting, <u>except in the case where the Company is listed on the Stock Exchange of Thailand and</u> the share repurchase does not exceed ten percent (10%) of the Company's paid-up capital, in which case the Company's Board of Directors has the authority to make the decision to repurchase the shares.</p> <p>In case of a share repurchase exceeding ten percent (10%), the Company shall repurchase the shares within one (1) year after passage of a resolution at the shareholders' meeting.</p> <p>The offering price of repurchase of shares, the</p>

Existing Articles of Association	Proposed Amendment
<p>to share repurchase in the event that the Company is a listed company on the Stock Exchange of Thailand shall be compliance with the law concerning securities and the stock exchange."</p>	<p>offering of the resale shares and any issue related to share repurchase in the event that the Company is a listed company on the Stock Exchange of Thailand shall be compliance with the law concerning securities and the stock exchange."</p>
<p>Chapter 3 - Article 21 : Propose to amend the content in paragraph 2 and add paragraph 5</p>	
<p>" The Board of Directors must hold a meeting at least once in every three (3) months.</p> <p>In summoning a meeting of the Board of Directors, the Chairman of the Board of Directors or a person entrusted by him shall send notices thereof to the directors not less than seven (7) days prior to the date of the meeting. However, in a case of necessity or urgency for the purpose of maintaining the rights and interests of the Company, the summoning of the meeting may be made by other methods, and the date of the meeting may be sooner fixed.</p> <p>The Company's Board of Directors may hold a meeting at the locality in which the Company's head office is situated or any other place as it deems appropriate.</p> <p>Two (2) or more directors may ask the Chairman of the Board to convene a Board of Directors' meeting. In the event a meeting is requested by at least two (2) directors, the Chairman of the Board or a Director entrusted by the Chairman shall fix the date of the meeting within fourteen (14) days from the date of receipt of the request."</p>	<p>" The Board of Directors must hold a meeting at least once in every three (3) months.</p> <p>In summoning a meeting of the Board of Directors, the Chairman of the Board of Directors or a person entrusted by him shall send notices thereof to the directors not less than <u>three (3)</u> days prior to the date of the meeting. However, in a case of necessity or urgency for the purpose of maintaining the rights and interests of the Company, the summoning of the meeting may be made <u>by electronic means or</u> any other method, and the date of the meeting may be sooner fixed.</p> <p>The Company's Board of Directors may hold a meeting at the locality in which the Company's head office is situated or any other place as it deems appropriate.</p> <p>Two (2) or more directors may ask the Chairman of the Board to convene a Board of Directors' meeting. In the event a meeting is requested by at least two (2) directors, the Chairman of the Board or a Director entrusted by the Chairman shall fix the date of the meeting within fourteen (14) days from the date of receipt of the request</p> <p><u>Notice of the board meeting may be sent electronically to the directors. If a director has already expressed their desire or consent to the Company or the board of directors."</u></p>
<p>Article 22 : Propose an amendment by adding paragraph 2</p>	
<p>" Two (2) directors shall be authorized to sign jointly with the Company's seal affixed."</p>	<p>" Two (2) directors shall be authorized to sign jointly with the Company's seal affixed.</p> <p><u>Additionally, the board of directors has the authority to determine and amend changes to the list of authorized signatories of the Company."</u></p>
<p>Chapter 4 - Article 24 : Propose to amend the content in paragraph 3</p>	

Existing Articles of Association	Proposed Amendment
<p>"The Board of Directors shall convene an annual general meeting of shareholders within four (4) months from the last day of the accounting period of the Company.</p> <p>Meetings other than those specified above shall be called extraordinary meeting. The Board of Directors may summon an extraordinary meeting whenever it deems appropriate, or shareholders holding shares in aggregate not less than ten (10) per cent of the total number of shares sold may at any time subscribe their names in a letter requesting the Board of Directors to call an extraordinary meeting, provided that they must clearly give the reasons for such request in the said letter. In this case, the Board of Directors shall call the shareholders meeting within forty-five (45) days from the date of receipt of such letter from the shareholders.</p> <p>In case the board of directors fails to arrange for the meeting within such period, the shareholders who have subscribed their names or other shareholders holding the required aggregate number of shares may themselves call the meeting within forty-five (45) days from the date due for holding the requested meeting. In such case, the meeting is deemed to be a shareholders' meeting called by the Board of Directors, and the Company shall be responsible for necessary expenses as may be incurred in the course of convening such meeting and the Company shall reasonably provide facilitation.</p> <p>In the event that the number of the shareholders present in the shareholders' meeting called by the shareholders under paragraph three does not constitute a quorum as prescribed in Article 27, the shareholders under paragraph three shall jointly compensate the Company for the expenses incurred in arrangements for convening that meeting."</p>	<p>"The Board of Directors shall convene an annual general meeting of shareholders within four (4) months from the last day of the accounting period of the Company.</p> <p>Meetings other than those specified above shall be called extraordinary meeting. The Board of Directors may summon an extraordinary meeting whenever it deems appropriate, or shareholders holding shares in aggregate not less than ten (10) per cent of the total number of shares sold may at any time subscribe their names in a letter requesting the Board of Directors to call an extraordinary meeting, provided that they must clearly give the reasons for such request in the said letter. In this case, the Board of Directors shall call the shareholders meeting within forty-five (45) days from the date of receipt of such letter from the shareholders.</p> <p>In case the board of directors fails to arrange for the meeting within such period, the shareholders who have subscribed their names or other shareholders holding the required aggregate number of shares may themselves call the meeting within forty-five (45) days from the date due for holding the requested meeting. <u>In this case, the shareholders calling the meeting may send notice of the meeting electronically to the shareholders. If the shareholders have already expressed their desire or consent to the Company or the board of directors.</u> In such case, the meeting is deemed to be a shareholders' meeting called by the Board of Directors, and the Company shall be responsible for necessary expenses as may be incurred in the course of convening such meeting and the Company shall reasonably provide facilitation.</p> <p>In the event that the number of the shareholders present in the shareholders' meeting called by the shareholders under paragraph three does not constitute a quorum as prescribed in Article 27, the shareholders under paragraph three shall jointly compensate the Company for the expenses incurred in arrangements for convening that meeting."</p>
<p>Article 25 : Propose an amendment by adding additional content at the end of paragraph 1 and amending content in paragraph 2</p>	
<p>" In summoning the shareholders' meeting,</p>	<p>"In summoning the shareholders' meeting,</p>

Existing Articles of Association	Proposed Amendment
<p>the Board of Directors shall prepare a notice of the meeting specifying the place, date, time, agenda and the matters to be submitted to the meeting together with appropriate details stating clearly whether they will be for acknowledgement, for approval or for consideration, including the opinions of the Board of Directors on the said matters and shall send the same to the shareholders for information not less than seven (7) days prior to the meeting. Publication of notice of the meeting shall also be made in a newspaper for three (3) consecutive days at least three (3) days prior to the meeting.</p> <p>The shareholders' meeting may be held at the locality in which the Company's head office is situated or any other province around the Kingdom."</p>	<p>the Board of Directors shall prepare a notice of the meeting specifying the place, date, time, agenda and the matters to be submitted to the meeting together with appropriate details stating clearly whether they will be for acknowledgement, for approval or for consideration, including the opinions of the Board of Directors on the said matters and shall send the same to the shareholders for information not less than seven (7) days prior to the meeting. Publication of notice of the meeting shall also be made in a newspaper for three (3) consecutive days at least three (3) days prior to the meeting. <u>Alternatively, the Company may advertise the meeting notice electronically instead of in a newspaper. According to the registrar's criteria, the notice of meeting shall be delivered directly to the recipient or their representative or sent by registered mail. If a shareholder has expressed a desire or consent to receive meeting notices electronically, the notice may be sent electronically according to the registrar's criteria.</u></p> <p><u>The board of directors is authorized to designate any other location within the Kingdom of Thailand for holding meetings as stated in paragraph one. In such cases, shareholder meetings may be held electronically in accordance with the law governing electronic meetings. It shall be deemed that the Company's head office is the meeting venue."</u></p>
<p>Article 26 : Propose to amend the content in paragraph 1 and add paragraph 3</p>	
<p>"In the shareholders' meeting, a shareholder may appoint another person as his proxy to attend and vote on his behalf. The instrument appointing the proxy shall be dated and signed by the shareholder giving the proxy and shall be in the form so prescribed by the registrar.</p> <p>The proxy shall be delivered to the Chairman of the Board or a person entrusted by the Chairman at the meeting prior to the time of the meeting."</p>	<p>"In the shareholders' meeting, a shareholder may appoint another person as his proxy to attend and vote on his behalf. The instrument appointing the proxy shall be dated and signed by the shareholder giving the proxy and shall be in the form so prescribed by the registrar <u>according to the Public Limited Companies Act.</u></p> <p>The proxy shall be delivered to the Chairman of the Board or a person entrusted by the Chairman at the meeting prior to the time of the meeting.</p> <p><u>Proxy appointment as per paragraph one may be conducted electronically, provided that a secure and reliable method is used to ensure that the proxy appointment is carried out by the</u></p>

Existing Articles of Association	Proposed Amendment
	<u>shareholder. This shall be in accordance with the criteria set by the registrar."</u>
Article 28 : Propose an amendment by adding item (g)	
<p>"In casting votes one (1) share shall be entitled to one vote, and the passage of a resolution of the shareholders' meeting shall require the following votes:</p> <p>(1) In normal case, the majority of votes of shareholders who attend the meeting and cast votes. In case of equality of votes, the Chairman of the Board shall have an additional casting vote;</p> <p>(2) In the following cases, a resolution shall be passed by votes of not less than three-fourths (3/4) of the total number of votes of shareholders who attend the meeting and are entitled to vote:</p> <p>(a) The sale or transfer of the whole or substantial part of the businesses of the Company to other persons;</p> <p>(b) The purchase or acceptance of transfer of businesses of other companies or private companies by the Company;</p> <p>(c) The making, amendment or termination of contracts relating to the leasing out of the whole or a substantial part of the businesses of the Company, the assignment to any other persons to manage the businesses of the Company, or the consolidation of the business with other persons with an objective towards profit and loss sharing;</p> <p>(d) The amendment of Memorandum or Articles of Association;</p> <p>(e) The increase or decrease in the Company's capital or the issuance of debentures and</p> <p>(f) The amalgamation or dissolution of the Company</p>	<p>"When voting, each share shall carry one vote, and resolutions at shareholder meetings shall consist of the following votes:</p> <p>(1) In normal case, the majority of votes of shareholders who attend the meeting and cast votes. In case of equality of votes, the Chairman of the Board shall have an additional casting vote;</p> <p>(2) In the following cases, a resolution shall be passed by votes of not less than three-fourths (3/4) of the total number of votes of shareholders who attend the meeting and are entitled to vote:</p> <p>(a) The sale or transfer of the whole or substantial part of the businesses of the Company to other persons;</p> <p>(b) The purchase or acceptance of transfer of businesses of other companies or private companies by the Company;</p> <p>(c) The making, amendment or termination of contracts relating to the leasing out of the whole or a substantial part of the businesses of the Company, the assignment to any other persons to manage the businesses of the Company, or the consolidation of the business with other persons with an objective towards profit and loss sharing;</p> <p>(d) The amendment of Memorandum or Articles of Association;</p> <p>(e) The increase or decrease in the Company's capital or the issuance of debentures;</p> <p>(f) The amalgamation or dissolution of the Company and</p> <p><u>(g) Any other actions as prescribed by law requiring not less than three-fourths of the total votes of attending shareholders who are eligible to vote"</u></p>
Chapter 6 : Propose to amend the matter of sending documents and holding meetings by electronic means by inserting it as Article 40 - Article 42	
	Article 40 : " <u>The Company may convene board meetings or shareholder meetings through</u>

Existing Articles of Association	Proposed Amendment
	<p><u>electronic means. However, conducting meetings via electronically must comply with the criteria and methods prescribed by law and adhere to information security standards specified in the law. The Company's headquarters shall be considered the meeting venue."</u></p> <p>Article 41 : "<u>Any statements or advertisements concerning the company to inform individuals or the public may utilize electronic media advertising methods, in accordance with the relevant legal criteria."</u></p> <p>Article 42 : "<u>The Company or the board may send letters or documents to directors, shareholders, or creditors of the Company via electronic means if such individuals have clearly expressed their desire or consent in writing or electronically, in accordance with the relevant legal criteria."</u></p>

Due to the insertion of articles 40 to 42, the numbering sequence of articles 40 to 46 has been adjusted to become articles 43 to 49. Therefore, it is requested that the shareholders' meeting consider and approve the amendment of the numbering sequence of these articles accordingly.

Furthermore, the Board of Directors also deemed it appropriate to propose to the Annual General Meeting to consider and approve the delegation of authority to the authorized signatory, who have the authority to sign on behalf of the Company, according to the Company's Certificate, or to the person authorized by the aforementioned individual. This authority includes undertaking various necessary actions to facilitate the registration of amendments to the Company's Articles of Association with the Department of Business Development, Ministry of Commerce, as approved until completion; as well as, the authority to amend and supplement the wording in the amended Articles of Association of the Company in cases where the registrar of the public limited company issues instructions and/or recommendations to amend the wording in such documents, ensuring compliance with the registrar's instructions and/or recommendations without affecting the substance of the amendments to the Company's Articles of Association as approved.

Miss Sopacha Dhumrongpiyawut, Chairman of the Executive Committee, provided an opportunity for shareholders to inquire or express their opinions. However, there were no shareholders who asked questions or proposed any suggestion. Therefore, it is proposed to the shareholders' meeting for consideration and approval of the amendment of the Company's Articles of Association as detailed in the proposal, including empowering the Board of Directors, who have the authority to sign on behalf of the Company as per the Company's Certification, or individuals appointed by such persons, to conduct various activities as detailed above. In this agenda, it must receive a vote of no less than three out of four of the total votes of the shareholders and proxies present at the meeting and entitled to vote at the shareholders' meeting.

Resolution The Meeting passed a resolution with a vote of no less than three out of four of the total votes of the shareholders and proxies present at the meeting and entitled to vote, approving the amendment of the Company's Articles of Association in the following items:

Chapter 1, Articles 3; Chapter 2, Articles 4, 5, 8, 9; Chapter 3, Articles 21, 22; Chapter 4, Articles 24, 25, 26, 28; and Chapter 6, inserting Articles 40 to 42, and the numbering of the articles in the Articles of Association has been rearranged from Articles 40 to 46 to Articles 43 to 49, with details as proposed, This is in order to comply with the amended laws and also approving to empower the directors, who are authorized to sign on behalf of the Company pursuant to the Company's certificate or by individuals appointed by said directors, to undertake necessary actions for the registration amendment of the Company's Articles of Association with the Department of Business Development, Ministry of Commerce, as approved until completion. This includes authority to undertake, amend, and supplement the wording of the Company's amended articles in cases where the Registrar of Companies Limited issues instructions and/or recommendations to amend the wording in such documents, all in accordance with the instructions and/or recommendations of the Registrar of Companies Limited, without affecting the substance of the amendments to the Company's Articles of Association as resolved.

No shareholder contested the vote count for this agenda. The resolution was passed with the following vote count:

Total shareholders attending the meeting: 539 shareholders

Total number of shares: 5,665,393,731 shares

(There were an additional 0 shareholder who joined the meeting after it commenced.)

Shareholders	Number of Votes	Percentage
Approved	5,650,656,161	99.7398
Disapproved	14,620,581	0.2581
Abstain *	118,989	0.0021
Void Ballot *	0	0.0000
Total	5,665,395,731	100.0000

* The said votes were counted as the basis for calculating the voting scores.

Agenda 10 Other Matters (If any)

No other proposals were submitted for consideration. Dr. Somboon Aueatchasai, Chief Executive Officer; therefore, gave an opportunity for the shareholders to inquire or suggest further as follows:

Mr. Thosaporn Sathitsuwongkul, shareholder attending in person, raised the following point for discussion at the meeting:

1. Did the auditor have any opinions on whether the internal control system that might have an impact on the Company's financial statements? Additionally, what methods does the Company employ to manage and mitigate organizational risks?

Dr. Somboon Aueatchasai, Chief Executive Officer, replied to the query as follows:

1. Normally, the auditor will emphasize paragraphs to ensure that shareholders are informed of the significance of items in the Company's financial statements, which can be observed that in this year's paragraphs do not differ from those identified in the previous year, 2023, indicating that the Company maintains an efficient internal control process and continues to manage operations as usual. Regarding the management of various risks deemed important by the Company, shareholders had been duly informed in the aforementioned agenda. Additionally, the Company regularly conducts risk assessments and defines acceptable risk levels (Risk Appetite) to present to the

Company's Risk Management Committee meeting, aiming to prevent any harm to the Company and its stakeholders.

Mr. Hangchai Akkhawaskul, shareholder attending in person, raised the following point for discussion at the meeting:

2. For the agenda regarding the amendment of the Company's Articles of Association to accommodate electronic methods, if the Company adjusts its meeting procedures to an E-AGM Meeting through electronic media, it is desired that the Company exercises caution regarding transparency in vote counting and question submissions. Due to several companies have encountered complaints regarding these issues. However, if the Company can arrange a Hybrid (Physical and E-AGM) or Physical Meeting, it would be preferable.

Dr. Chongrak Rarueysong, Independent Director, Chairman of the Audit Committee, and member of the Good Corporate Governance and Sustainable Development Committee, as the representative of the Chairman of the Board, expressed the gratitude to all shareholders for attending this meeting. The board of directors, management, and all relevant parties appreciated the feedback received today for consideration and continuous improvement of the Company's operations. Also, thanked all shareholders for ongoing trust in the Company, then declared the Meeting adjourned.

At the close of the meeting, the number of shareholders present in person and by proxy was as follows:

Shareholders present in person	215	persons, totaling	341,962,226	shares
Shareholders represented by proxy	324	persons, totaling	5,323,433,505	shares
Total	539	persons, totaling	5,665,395,731	shares

The attendees represented approximately 63.78% of the total issued and sold shares of the Company, which amounts to 8,882,530,974 shares.

Meeting Closed at 15.22 hrs.

(Dr. Gunkul Dhumrongpiyawut)
Chairman of the Meeting

(Dr. Somboon Aueatchasai)
Director