

**Minutes of the Annual General Meeting of Shareholders 2024 through Hybrid Meeting**  
**of**  
**UOB Kay Hian Securities (Thailand) Public Company Limited**

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**Meeting date, time and place**

The meeting was held on Friday, April 26, 2024 at 2:30 p.m. through Hybrid Meeting lived broadcast of the meeting via electronic media (E-AGM) at UOB Kay Hian Securities (Thailand) Public Company Limited, Training Room, 3rd Floor, No. 130-132 Sindhorn Tower 1, Wireless Road, Lumpini, Pathumwan, Bangkok.

The meeting started at 2:30 p.m.

Ms. Jittima Jangaroon, who was assigned to act as a moderator of the meeting, welcomed the shareholders and attendees of the 2024 Annual General Meeting of Shareholders of UOB Kay Hian Securities (Thailand) Public Company Limited, which was held through Hybrid Meeting. The shareholders could join the meeting by physical or electronic meeting lived broadcast of the meeting via electronic media (E-AGM) at UOB Kay Hian Securities (Thailand) Public Company Limited, Training Room, 3rd floor, No. 130-132 Sindhorn Tower 1, Wireless Road, Lumpini, Pathumwan, Bangkok.

For the convenience, safety and equality of shareholders, the Company has considered holding the 2024 Annual General Meeting of Shareholders through Hybrid Meeting shareholder could join the meeting by physical and electronic meeting, Mr. Viroj Tangjetanaporn, Chairman of the Board of Directors and Chairman of the Audit Committee, acted as the Chairman of the shareholders' meeting.

At 2:34 p.m., there were 23 shareholders attending the meeting in person and 7 proxies, totaling 30 shareholders attending the meeting, holding 445,651,958 shares, representing 88.69 percent of the total number of the Company shares. A quorum was constituted according to Article 38 of the Company's Articles of Association. Therefore, Mr. Viroj Tangjetanaporn is invited to open the 2024 Annual General Meeting of Shareholders.

Mr. Viroj Tangjetanaporn thanked the shareholders for attending the Annual General Meeting of Shareholders of UOB Kay Hian Securities (Thailand) Public Company Limited and held the meeting in the form of an ordinary general meeting of shareholders through Hybrid Meeting shareholder could join the meeting by physical and electronic meeting. By using the system of Digital Access Platform Co., Ltd. (DAP), a company under the Stock Exchange of Thailand group which has been prepared to evaluate the conference system of the service provider that it is consistent with the announcement of the Ministry of Information and Communication Technology Regarding security of electronic meeting standards since 2014.

Before proceeding to the meeting agenda, the Company would like to introduce the Company Directors, Executives, Auditors and Legal Advisors attending today's meeting. Including explaining about the operation of the meeting and the method of counting the votes of the shareholders who must vote for each agenda and matters notified to the meeting.

Company Directors, Executives, Auditors and Legal Advisors who attended today's meeting as follows:

Mr. Viroj Tangjetanaporn	Independent Director, Chairman of the Board of Directors, Chairman of the Audit Committee and Chairman of the Risk Management Corporate Governance and Sustainability Development Committee.
Mr. Somchat Chinthammit	Independent Director, Chairman of the Nomination and Remuneration Committee, Member of the Audit Committee and Member of the Risk Management Corporate Governance and Sustainability Development Committee.
Mr. Paiboon Julasaksrisakul	Independent Director, Member of the Audit Committee, Member of the Risk Management Corporate Governance and Sustainability Development Committee and Member of the Nomination and Remuneration Committee.
Ms. Oh Whee Mien	Director, Member of the Executive Committee and Member of the Nomination and Remuneration Committee.
Mr. Yothin Viriyenawat	Director, Member of the Executive Director and Member of the Credit Committee

The ratio of 5 directors attending the meeting from 5 directors is considered 100 percent.

#### List of Executives

Mr. Ratch Sodsatit	Chief Executive Officer
Ms. Srisunan Kongtragoolpitug	Chief Operating Officer
Mr. Nitiphon Sophonpokhai	Executive Vice President Business Development and Sale Support Department
Ms. Suvimol Kespokeaw	Executive Vice President Operations Department
Mr. Somdech Ruksomboon	Executive Vice President Compliance Department
Mr. Kittiphan Techasurakun	First Vice President Accounting and Finance Department

Auditor from Deloitte Touche Tohmatsu Jaiyos Audit Co., Ltd. which is the auditor for the year 2023 Mrs. Wilasinee Krishnamra

Legal Advisor from Dherakupt Law Office Co., Ltd. Mr. Boonrat Tonjaroen

The Company recorded the meeting in the form of video and media, and in order to have an independent intermediary to witness to verify the accuracy of the vote counting for voting on each agenda, the Company had invited the auditor's representative, Legal advisors, Khun Chanathip Wityagool Thai Investors Association officer, and Khun Patrawadee Swangphol staff from Digital Access Platform Co., Ltd. (DAP), a company under the Stock Exchange of Thailand group, act as auditors and observers today's vote counting.

Explanation on the conduct of the meeting and how to count the votes of the shareholders which must be voted on each agenda as follows:

Voting in each agenda is in accordance with Article 42 of the Company's Articles of Association which stipulates that the resolution of the shareholders' meeting shall be made by voting with one share being counted as one vote. One shareholder has votes equal to the number of shares which he or she holds or has been appointed as a proxy and can vote to agree, disagree or abstain on each agenda is equal to the number of shares held by him/her or by proxy. Voting for each agenda will be done openly through the voting program. When it was time to vote, the Company would notify the shareholders and open the voting system for each agenda by directing the shareholders to the DAP E-Shareholder Meeting system and clicking on the voting button.

Shareholders or proxies can choose to vote on each agenda. By voting, there are 3 options to choose from, namely "agree", "disagree" and "abstain", except for the vote of the custodian who can divide the vote into certain parts by pressing the button "Vote" in yellow after voting within the specified time. The shareholders please press the button "Submit Vote". Shareholders will be able to vote during the time the Company set only.

Shareholders who do not vote in the voting program or do not click to vote in the system will be deemed to agree.

The counting of voting results according to the meeting agenda is divided into 3 types as follows:

- › Agenda that must be approved by a majority vote of the shareholders who attend the meeting and have the right to vote. which will calculate the vote base based on the votes of all shareholders attending the meeting and having the right to vote all voted in agreed, disagreed and abstained.
- › Agenda requiring approval with a vote of not less than two-thirds of the total number of votes of the shareholders attending the meeting. which will calculate the vote based on the votes of all shareholders attending the meeting.
- › Agenda that requires approval with a vote of not less than three-fourths of the total number of votes of shareholders attending the meeting and having the right to vote which will calculate the vote base based on the votes of all shareholders attending the meeting and having the right to vote all voted in agreed, disagreed and abstained.

Counting of voting results for each agenda, the votes of the shareholders at the meeting will be counted, including the votes cast by the grantor in the proxy form which had already recorded the votes mentioned in advance when registering for the meeting.

The announcement of the vote results will indicate the votes for approval, disapproval and abstention. Each agenda will use the latest number of shares held by attendees. And when the system opens to process the votes for each agenda the system will not be able to go back and make any changes for transparency. And if that agenda is processed longer than usual, the Company will proceed to the next agenda immediately for speed and when the results of the previous agenda have already been obtained, the meeting will be notified immediately.

Comment or question shareholder with questions or suggestions related to the agenda can ask during that agenda or have other questions that are not related to the agenda can ask questions in the end of the meeting.

If shareholders wish to ask questions or express their opinions, shareholders are requested to press the blue button in the lower right corner that says "Send Question" and type in the question they want to ask in advance and press the

yellow "Send Question" button to confirm. The Company reserves the right for any appropriate to keep the meeting concise and effective.

Before starting the meeting according to the agenda. There are matters to inform the shareholders as follows:

First, the Company would like to inform the results of the question proposal agenda and nomination of persons to be elected as directors in advance. For the 2024 Annual General Meeting of Shareholders, according to Section 89/28 of the Securities and Exchange Act, the Company treat all shareholders fairly and equally giving minority shareholders the right to raise questions, meeting agenda and nominating persons to be elected as Directors for the Annual General Meeting of Shareholders in advance. It is part of the Company's good corporate governance in treating all shareholders fairly and equally.

The Company invited shareholders to ask questions, agenda and list of persons to be elected as Directors in advance for the 2024 Annual General Meeting of Shareholders and to have clear and transparent procedures and methods for consideration, the Company has set criteria for minority shareholders to propose matters in advance for the Board of Directors to consider and propose as the meeting agenda which was published on the Company's website (<https://www.utrade.co.th>) from November 1 to December 31, 2023.

The results of the proposed questions, agenda and the list of people to be elected as directors in advance for the 2024 Annual General Meeting of Shareholders, it appears that no shareholder has proposed questions, agenda and names of persons to be elected as Directors in advance for the 2024 Annual General Meeting of Shareholders.

After that, Mr. Viroj Tangjetanaporn proceeded with the meeting according to the agenda. Before starting the meeting, the Company would like to inform about joining the Private Sector Collective Action Coalition against Corruption in Thailand and formulate an anti-corruption policy which was announced on 13 November 2015. The Company received guarantee membership certificate from the Committee of Thailand's Private Sector Collective Action Coalition against Corruption Thai Institute of Directors Association (IOD) according to the resolution of the Collective Action Coalition Committee for the quarter 3/2020 resolved to renew the certification on December 31, 2020, the certification expiration of 3 years on December 31, 2023, which is currently in the process of renewing membership. The meeting acknowledged and requested to start the meeting by considering the agenda as follows:

#### **Agenda 1 To acknowledge the report on the Company's operating results for the year 2023**

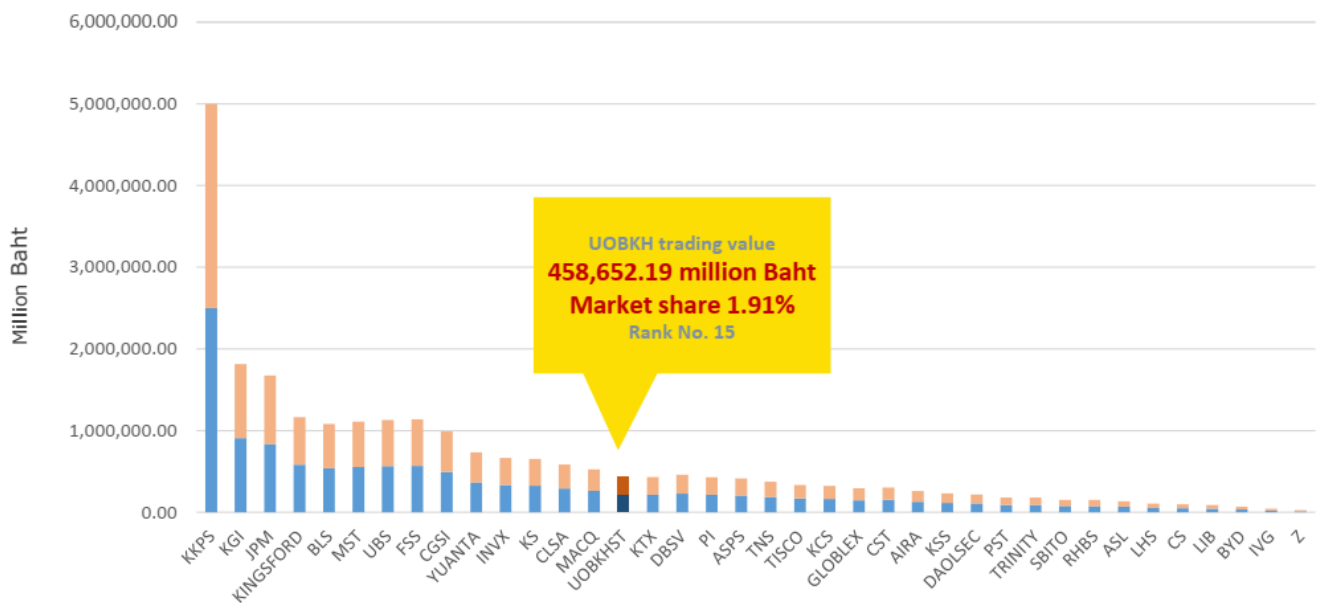
The Chairman proposed the meeting to acknowledge the report on Company's operating results for the year 2023 appear in the 2023 Annual Report.

Mr. Yothin Viriyenawat, Senior Managing Director, reporting the Company's operating results for the year 2023.

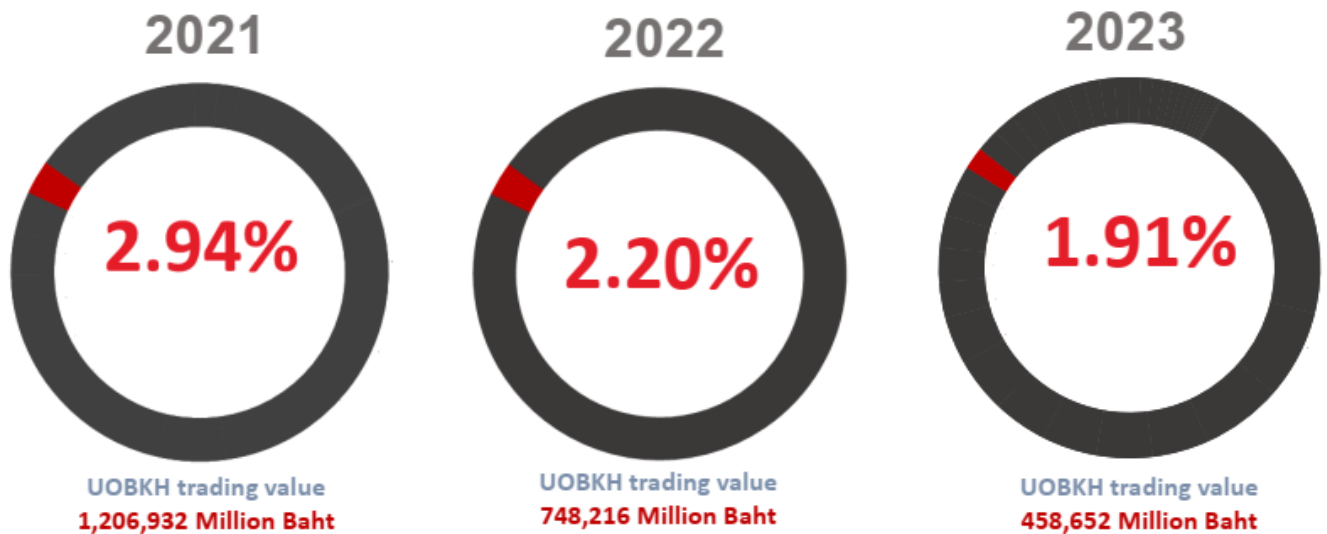
## 40 branches nationwide



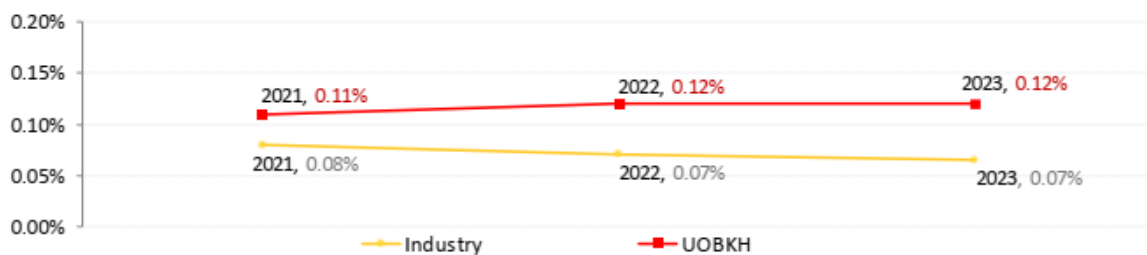
## 2023 Brokers rank by value (equities)



## UOBKH's Market value & Market Share 2021-2023



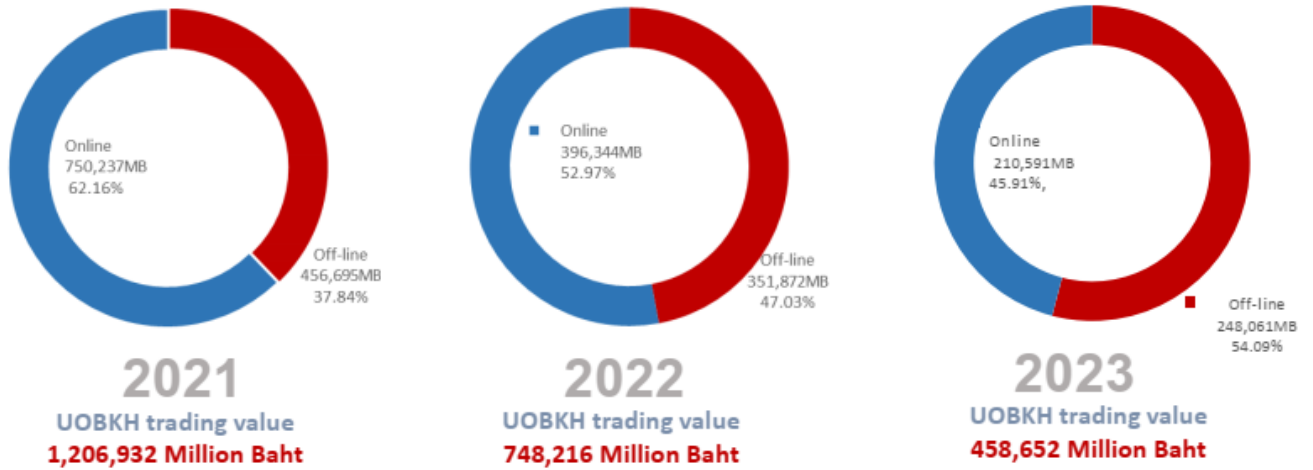
## Average commission rate (equities)



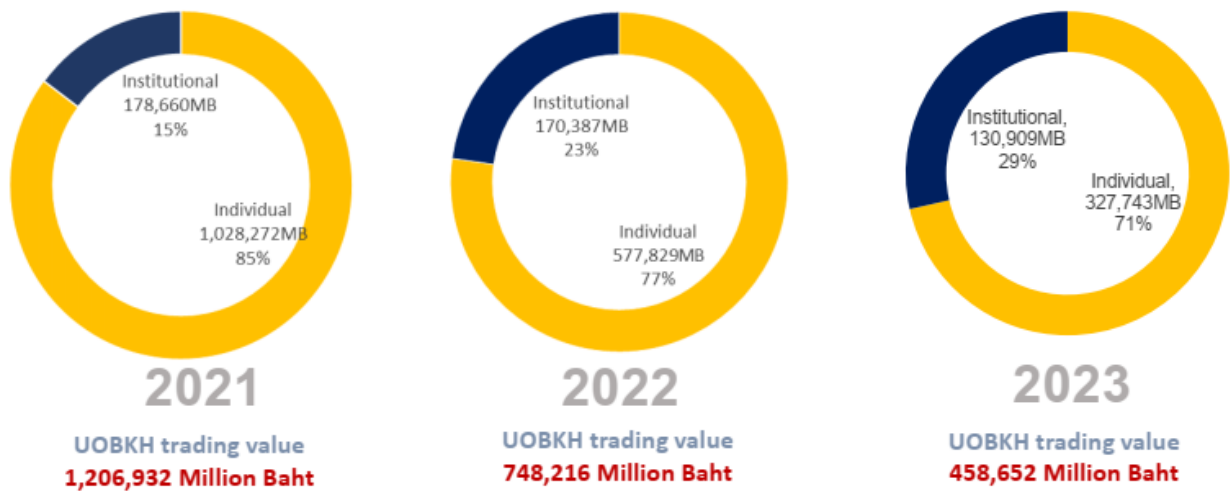
	2021		2022		2023	
	Total Market Excluding Proprietary Trading (Mil Baht)	Brokerage fee (Mil Baht)	Total Market Excluding Proprietary Trading (Mil Baht)	Brokerage fee (Mil Baht)	Total Market Excluding Proprietary Trading (Mil Baht)	Brokerage fee (Mil Baht)
<b>UOBKH</b>	<b>1,206,932</b>	<b>1,312.89</b>	<b>748,216</b>	<b>878.75</b>	<b>458,652</b>	<b>558.12</b>
SET	40,997,605	32,615	34,057,268	24,326	24,012,532	15,759

Average commission rate = brokerage fee from securities business/ trading value

## UOBKH's Trading Volume Classified by Channel (Equities)



## UOBKH's Trading Volume Classified by Investor Type (Equities)



# 2023 Brokers rank by value (TFEX)



# UOBKH's Market value & Market Share 2021-2023





Board’s opinion: The shareholders' meeting should acknowledge the Company's operating results for the year 2023.

The Chairman asked shareholders whether any questions or comments.

No question from shareholders. Therefore, the meeting was requested to acknowledge the Company's operating results for the year 2023.

This agenda is for acknowledgement. Therefore, there was no voting.

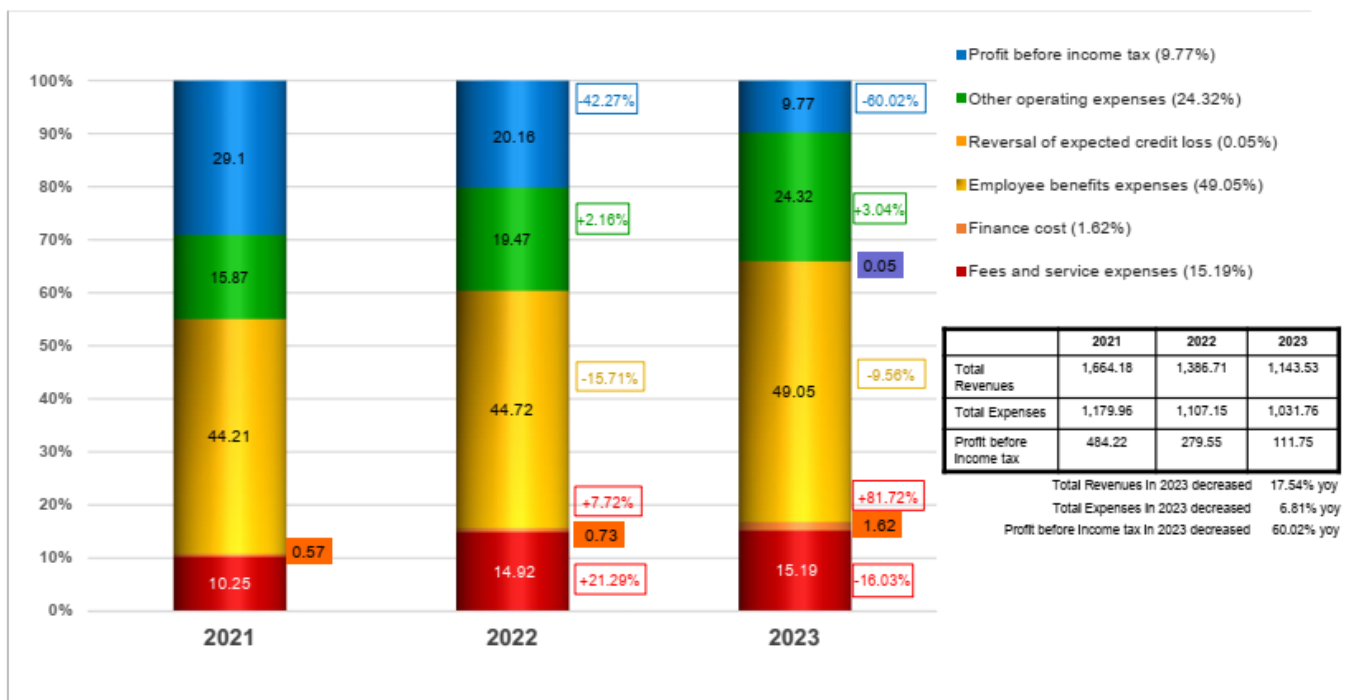
**Agenda 2 To approve the Company’s financial statements for the year ended 31 December 2023.**

The financial statements for the year ended 31 December 2023 as shown in the annual report have been audited and certified by the auditor. Details appear in the annual report under the heading "Report of Certified Public Accountant and Financial Statements" which was sent to the shareholders together with the notice of this meeting.

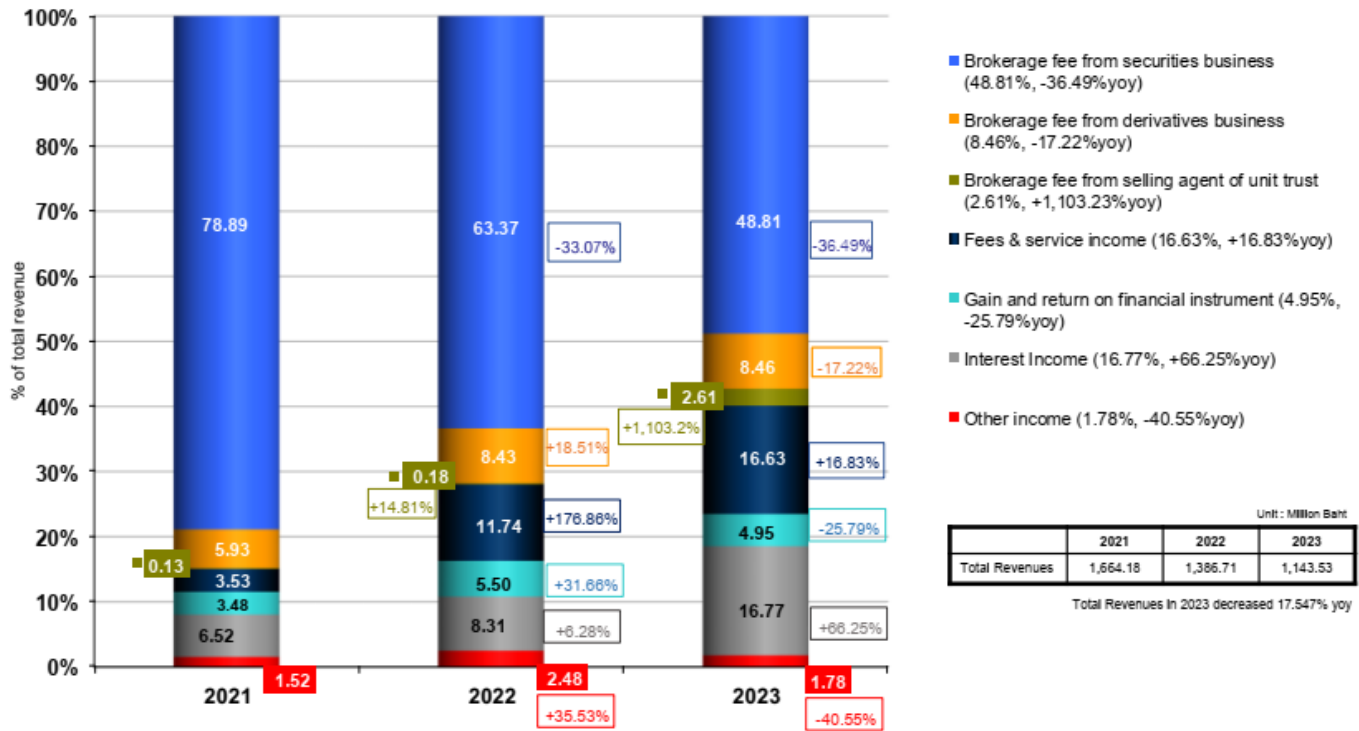
Board’s Opinion: The shareholders' meeting should approve the annual financial statements ended 31 December 2023, audited by a certified public accountant and reviewed by the Audit Committee. The Board of Directors had also endorsed the financial statements.

Mr. Yothin Viriyenawat, Senior Managing Director reported on the Company’s financial statements for the year ended 31 December 2023.

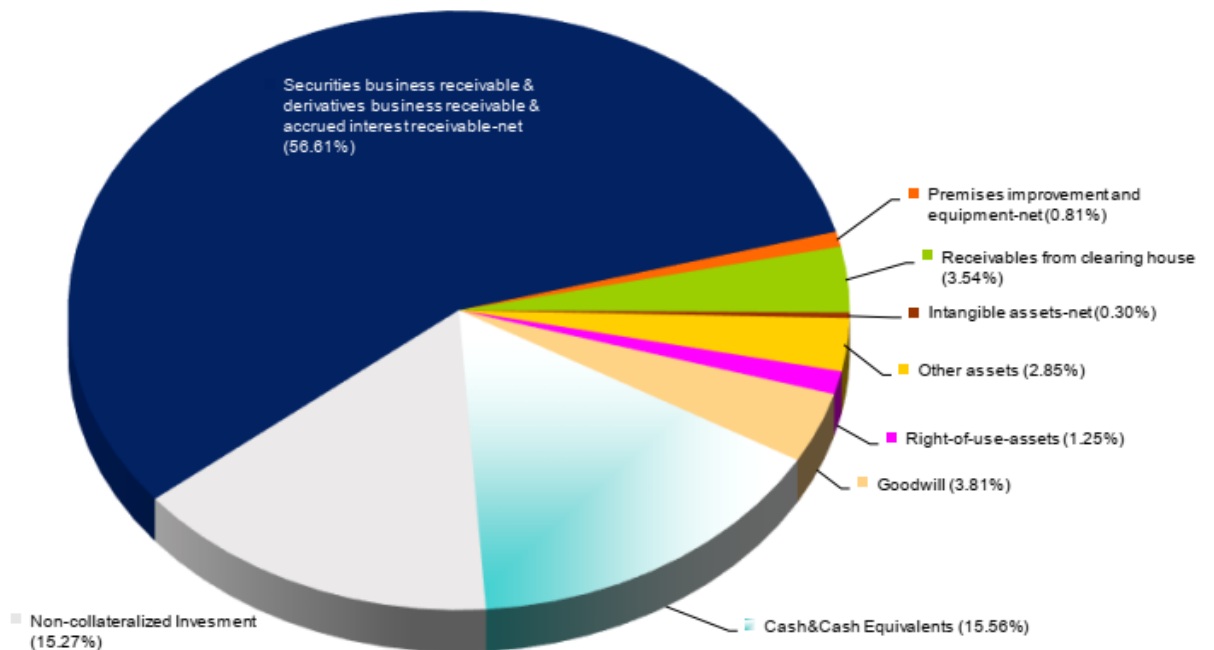
**Profit before income tax & Expenses to Total Revenue 2021 - 2023**



## Revenue Breakdown 2021 - 2023

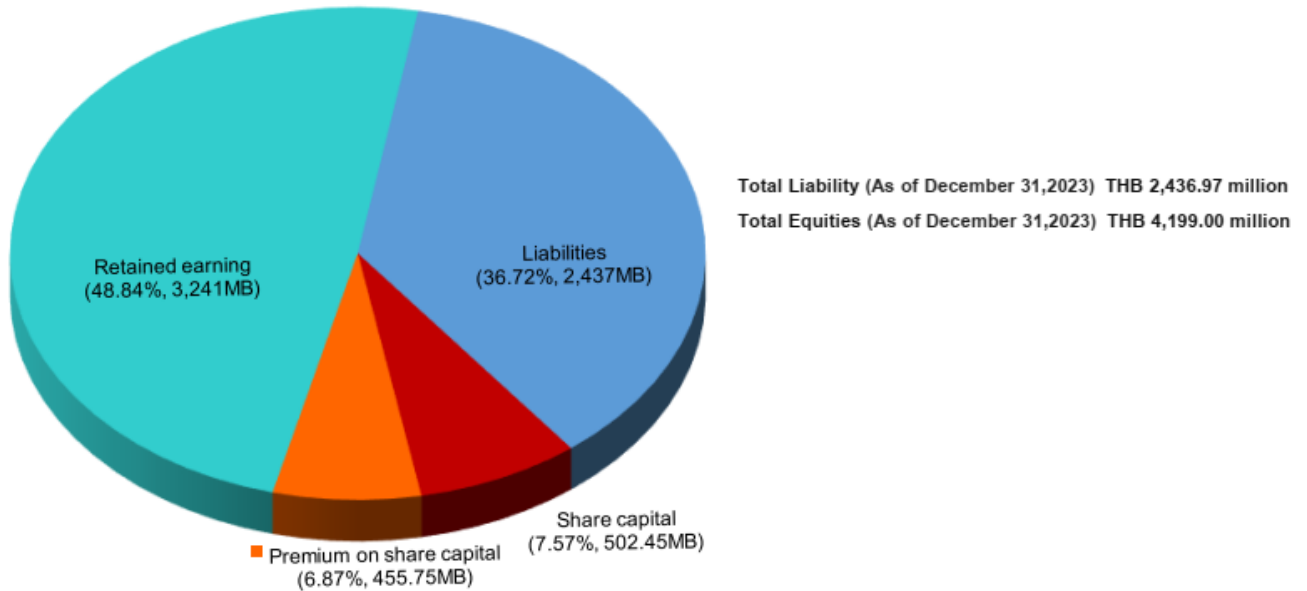


## Assets as of December 31, 2023



Total assets THB 6,635.97 million (as of December 31, 2023)  
 Total assets decreased 3.83% yoy

## Total Liabilities and Shareholders' Equities as of December 31, 2023



The Chairman asked shareholders whether any questions or comments.

Ms. Somrak Namkhan, a proxy from the Thai Investors Association, inquired about information regarding the Company's revenue proportion in the annual report. Is there a report on the numbers compared to competitors in the same industry? To show that the decrease in revenue is due to external factors which were overall market trading conditions decreased or also concerning with internal factors related to the Company's operations.

Mr. Yothin Viriyenawat answered that the competitor brokers, similar size as UOBKH, can be considered that the decrease in revenue was affected by a similar decrease in the total trading volume of the stock exchange. But when compared to companies with a high market share. Those companies have a lot of trading volume from foreign customers trading through foreign trading systems and Algorithm trading systems, causing large companies to have very different income than us.

There were no more questions or comments from the shareholders, so the Chairman asked the meeting to consider and pass a resolution.

Vote for approval: Majority vote of shareholders attending the meeting and having the right to vote.

**Resolution:** Agenda 2: The meeting resolved to approve the financial statements for the year ended 31 December 2023 with the following votes:

Votes	Number of Votes	Percentage of voting rights exercised by the shareholders present and cast the vote (%)
1. Approved	445,647,978	99.9991
2. Disapproved	0	0.0000
3. Abstained	4,000	0.0009
4. Voided	0	0.0000
Total	445,651,978	100.0000

### **Agenda 3 To approve the profit apportionment and dividend payment for the year 2023.**

The Company has a net profit for the year ended December 31, 2023 in the amount of 90,859,956.34 baht and there is no accumulated loss, so the Company can consider paying dividends to shareholders. According to Section 115 of the Public Limited Companies Act B.E. 2535 and the Company has a policy to pay dividends at the rate of not less than 20% of net profit each year, remaining after deducting various reserves all types of law. If there is no other necessity and the dividend payment does not affect the normal operations of the Company significantly.

In this regard, the shareholders approved the dividend payment from the operating results of 2021 and 2022 for ordinary shareholders at the rate of 0.16 and 0.09 baht per share, totaling 80,391,771.20 baht and 45,220,371.30 baht, respectively, representing 21.10% and 20.82% of net profit, respectively. The Company is required to allocate a portion of the annual net profit as a reserve fund of not less than 5% of the annual net profit less the accumulated loss brought forward (if any) until the reserve fund reaches an amount not less than 10% of the registered capital according to Section 116 of the Public Limited Companies Act B.E. 2535 and Article 51 of the Company's Articles of Association. The legal reserve has already been set up at the amount of 50,244,857 baht or equal to 10 percent of the registered capital.

The Board of Directors considered and agreed to propose to the shareholders' meeting to consider and approve the dividend payment from the 2023 operating results to ordinary shareholders at the rate of 0.04 baht per share, in cash. 20,097,942.80 baht, which is in accordance with the Company's dividend payment policy which will pay dividends at the rate of not less than 20% of the net profit after deducting various reserves all types of law. If there is no other necessity and the dividend payment does not affect the normal operations of the Company significantly.

Such dividends are paid to shareholders only those who are entitled to receive dividends according to the Company's regulations. As appeared on the list of shareholders (Record Date) who are entitled to receive dividends on March 11, 2024 and the Company scheduled the dividend payment on May 24, 2024.

The entitlement to receive such dividends is still uncertain as it has to wait for approval from the 2024 shareholders' meeting.

The Board's opinion: The shareholders' meeting should approve the dividend payment for the year 2023 at the rate of 0.04 baht per share, totaling 20,097,942.80 baht, in accordance with the dividend payment policy of the Company. The dividend payment is scheduled on May 24, 2024 to shareholders who are entitled to receive dividends as appeared on the list on the date of determining the rights of shareholders on March 11, 2024 upon approval from the Annual General Meeting of Shareholders for the year 2024.

The Chairman asked the meeting. Are there any shareholders who would like to ask questions or express their opinions?

There were no questions or comments from the shareholders, so the Chairman asked the meeting to consider and pass a resolution.

Vote for approval: Majority vote of shareholders attending the meeting and having the right to vote.

**Resolution:** Agenda 3 The meeting resolved to approve the profit apportionment and dividend payment for the year 2023, with the following votes:

Votes	Number of Votes	Percentage of voting rights exercised by the shareholders present and cast the vote (%)
1. Approved	445,647,978	99.9991
2. Disapproved	0	0.0000
3. Abstained	4,000	0.0009
4. Voided	0	0.0000
Total	445,651,978	100.0000

In Agenda 4, the Chairman, Mr. Viroj Tangjetanaporn, was the Director who due to retire by rotation and was nominated to be re-elected to the position. Therefore, Mr. Somchat Chinthammit was assigned to act as Chairman for the agenda 4.

Directors who are due to retire by rotation were invited to stay in the reception room so that shareholders can be independent in voting.

**Agenda 4 To consider the appointment of Directors to replace those who retired by rotation.**

According to the Public Limited Companies Act B.E. 2535 and Article 18 of the Company's Articles of Association, at least one-third (1/3) of the Directors must retire from office at every annual general meeting. In this year, the Directors who must retire from the Company's directorship by rotation are as follows:

- 1 Mr. Viroj Tangjetanaporn      Independent Director, Chairman of the Board of Directors, Chairman of the Audit Committee and Chairman of the Risk Management Committee.
- 2 Ms. Oh Whee Mian              Authorized Director, member of the Board, member of the Executive Committee and member of the Nomination Remuneration and Corporate Governance Committee.

During the period from 1 November to 31 December 2023, minority shareholders were given the opportunity to propose questions and agenda for the meeting and to nominate qualified candidates to the Board for consideration. The Company did not receive any proposals.

The Nomination Remuneration and Corporate Governance Committee (NRC Committee) has used criteria and methods for selecting persons to be Directors in accordance with the guidelines for selecting persons to be Directors that have been approved by the Board of Directors which is assigned the NRC Committee to select people who are qualified to serve as company directors from qualifies, experts, knowledge and expertise, including persons who have the ability to be the Director of a listed company from the director database and have all the qualifications in accordance with relevant laws and the Company's regulations who have leadership, far-sight vision, morality, ethics, transparent history and the ability to express opinions freely. The NRC Committee also takes into account the diversity and composition of knowledge and specific professional skills that are required or lacking.

NRC Committee excluding the director who are due to retire by rotation in 2024 has considered the names of two persons proposed by the Company's Directors, Mr. Viroj Tangjetanaporn and Ms. Oh Whee Mian, who were former Directors whose terms had expired, by carefully considering each individual's qualifications and there was a unanimous resolution to propose to the meeting of the Board of Directors to consider appointing the 2 Directors because they were considered to be highly qualified who have expertise in Management, Economics, and Investment, having experience in securities that is in line with the Company's business strategy, having leadership and a far-sight vision, be a person of morality and ethics, having a transparent work history and have performed their duties as a Director very well throughout.

The reason for nominating an Independent Director for a period of more than 9 consecutive years, Mr. Viroj Tangjetanaporn who is a person with knowledge and ability, has experience and understanding of the securities business that is necessary and appropriate to support the performance of the Board's duties to achieve its goals.

The Board of Directors, excluding the Director to be retired by rotation in the 2024 Annual General Meeting of Shareholders, had taken into consideration the education, experience, career expertise and the performance of the Director in his previous term nominated through the NRCG Committee's nomination process as well as meticulously and carefully consider and scrutinize the qualifications, education, professional experience, and performance of the Directors in the previous agenda individually, the Board of Directors was of view that the proposed directors are appropriately qualified without prohibited characteristics under any applicable rules and laws, have knowledge, skills and expertise which will be benefits the organization, business ethic, vision, and good attitude toward the Company, and are able to devote their full capability for the interests of the Company and able to provide opinions on an independent basis in accordance with the relevant rules and regulations and whether there were other better qualified nominated Directors. The Board agreed with NRC Committee and recommended that Mr. Viroj Tangjetanaporn and Ms. Oh Whee Mian who would retire by rotation be re-elected as the Directors of the Company for another term. Therefore, it was resolved to propose to the shareholders' meeting to elect 2 Directors who are due to retire by rotation, namely Mr. Viroj Tangjetanaporn and Ms. Oh Whee Mian who would retire by rotation be re-elected as the Directors of the Company for another term.

Details about age, percentage of shareholding, educational background, work experiences, and Board of Directors' meeting attendance for each Director are provided in Enclosure 2.

For scope of duty and responsibility of the Board of Directors and of other committees, they are in the 2022 Annual Report under the title "Management Structure". The definition of Independent Director is provided in Enclosure 4.

Noted: The Article of Association of the Company stipulates voting procedure as follows.

17. A meeting of shareholders must elect the Directors in accordance with the following procedures and rules:

- (1) Each shareholder has one vote for each share held;
- (2) A shareholder may cast votes for each individual director or a group of Directors as determined by a meeting of shareholders. In casting the votes, each shareholder must cast all the votes he/she has under sub-clause (1) above in electing the individual Director or the group of Directors, as the case may be, in which case those votes are not divisible; and
- (3) The election of Directors requires a resolution of shareholders passed by a majority vote. In the case of an equality of votes, the Chairman of the meeting must exercise a casting vote.

Board's opinion: The Meeting should approve that Mr. Viroj Tangjetanaporn and Ms. Oh Whee Mian who would retire by rotation be re-elected as the Directors of the Company for another term.

The Chairman asked the meeting. Are there any shareholders who would like to ask questions or express their opinions?

Ms. Somrak Namkhan, a proxy from the Thai Investors Association, inquired whether Mr. Viroj Tangjetanaporn has held the position of Director of the company since 2007 more than 9 years?

Mr. Somchat Chinthammit answered: Mr. Viroj Tangjetanaporn has held the position of Director for more than 9 years.

There were no questions or comments from the shareholders, so the Chairman asked the meeting to consider and pass a resolution. Vote required: Simple majority of total number of votes of the shareholders present at the meeting and eligible to vote.

Before voting, Directors who are due to retire by rotation were invited to the reception room so that shareholders are free to vote.

Vote for approval: Person who is receiving the highest number of votes in descending order will be elected as Directors up to the number of Directors to be elected at that time.

The Chairman invited shareholders to vote for the re-election of Directors who are due to retire by rotation, Mr. Viroj Tangjetanaporn to be the Director of the Company for another term.

The Chairman invited shareholders to vote for the re-election of Directors who are due to retire by rotation, Ms. Oh Whee Mian to be the Director of the Company for another term.

Then the Chairman invited the Directors to return to the meeting room to consider the next agenda.

**Agenda 4 Resolution:** The meeting resolved to approve the appointment of Directors to replace those who retired by rotation, Mr. Viroj Tangjetanaporn, to be reinstated as a Director of the Company in the next term with the following votes:

Votes	Number of Votes	Percentage of voting rights exercised by the shareholders present and cast the vote (%)
1. Approved	445,647,976	99.9991
2. Disapproved	2	0.0000
3. Abstained	4,000	0.0009
4. Voided	0	0.0000
Total	445,651,978	100.0000

The meeting resolved to approve the appointment of Directors to replace those who retired by rotation, Ms. Oh Whee Mian, to be reinstated as a Director of the Company in the next term with the following votes:

Votes	Number of Votes	Percentage of voting rights exercised by the shareholders present and cast the vote (%)
1. Approved	445,647,978	99.9991
2. Disapproved	0	0.0000
3. Abstained	4,000	0.0009
4. Voided	0	0.0000
Total	445,651,978	100.0000

**Agenda 5 To acknowledge the resignation of Director and the amendment of the Authorized Directors of the Company.**

As a result of Mr. Chaipat Nakmontanakum's resignation as the Director of the Company, it is proposed to the Shareholders' Meeting to acknowledge the amendment of the authorized signatories of the Company as follows.

From "Name and numbers of Director authorized to sign on behalf of the Company: Mr. Chaipat Nakmontanakum Mr. Yothin Viriyenawat Ms. Oh Whee Mian, two of these three Directors jointly sign and affix the Company's seal."

Amended to "Name and numbers of Director authorized to sign on behalf of the Company: Mr. Yothin Viriyenawat Ms. Oh Whee Mian, two of these Directors jointly sign and affix the Company's seal."



Board's Opinion: The shareholders should acknowledge the resignation of Director and the amendment of the authorized signatories of the Company as proposed and empower the Authorized Directors of the Company or person(s) appointed by the Authorized Directors to make any amendments per suggestions or opinions of the registrar or any other relevant authority.

The Chairman asked the meeting. Are there any shareholders who would like to ask questions or express their opinions?

There were no questions or comments from the shareholders, so the Chairman asked the meeting to consider and pass a resolution.

Vote for approval: This agenda is for shareholders' acknowledgment; therefore, voting is not required.

**Agenda 6 To consider the Directors' remuneration for the year 2024.**

Clause 34 of the Company's Articles of Association stipulates that "The Directors' fees and remuneration must be fixed by a meeting of shareholders ..." and Section 90 of the Public Limited Company Act states that "...the Directors' remuneration payment shall be pursuant to the General Meeting's resolution, consisting of not less than two-third of total votes of shareholders, attending the Meeting."

The remuneration of the Board of Directors had been carefully considered by the Nomination Remuneration and Corporate Governance Committee and the Board of Directors by comparing references from the same industry including considering the business expansion and profit growth of the Company, the meeting resolved to maintain the remuneration rate of Independent Directors and Directors (without management authority) per meeting for the year 2024 as follows:

Board of Directors Meeting Chairman 25,000 Baht, Each Director 20,000 Baht, Audit Committee Meeting Chairman 10,000 Baht, Director 5,000 Baht, Risk Management Committee Meeting Chairman 10,000 Baht, Director 5,000 Baht, Nomination Remuneration and Corporate Governance Committee Meeting Chairman 10,000 Baht, Director 5,000 Baht.

Executive Directors do not receive remuneration for meetings because he has already received compensation as an employee. Remuneration for Directors in 2024 is the same as remuneration for Directors in 2023 and has no other benefits to be presented to the shareholders' meeting for approval.

Board's Opinion: The Board of Directors deems it appropriate to propose to the shareholders' meeting to approve the remuneration of the Company's Directors and sub-committees annually. Even though such criteria and remuneration rates have not been changed since the shareholders' meeting had previously approved them. It is proposed to maintain the remuneration for the Board of Directors and sub-committees for the year 2024 according to the same criteria and rates as proposed by the NRC Committee which has been appropriately considered from the scope of duties as well as comparative information in the same industry group carefully and the Board of Directors has already approved.

The Chairman asked the meeting. Are there any shareholders who would like to ask questions or express their opinions?

There were no questions or comments from the shareholders, so the Chairman asked the meeting to consider and pass a resolution.

Vote for approval: Not less than two-thirds (2/3) of the total number of votes of shareholders attending the meeting.

**Resolution** The meeting resolved to approve the determination of remuneration for Directors for the year 2024 in Agenda 6, with the following votes:

Votes	Number of Votes	Percentage of voting rights exercised by the shareholders present and cast the vote (%)
1. Approved	445,647,978	99.9991
2. Disapproved	0	0.0000
3. Abstained	4,000	0.0009
4. Voided	0	0.0000
Total	445,651,978	100.0000

**Agenda 7 To consider the appointment of the auditors and their remuneration of Auditor for the year 2024.**

Pursuant to Article 59 and 60 of the Company's Articles of Association, "The auditors must be appointed by the annual general meeting of shareholders each year. A retiring auditor is eligible for re-appointment." and "The auditors' remuneration must be fixed by a meeting of shareholders", respectively. Pursuant to Section 120 of the Public Limited Companies Act B.E. 2535, "the General Meeting shall appoint an auditor and fix the remuneration for auditing every year. The same auditor is eligible for re-election." Furthermore, pursuant to Section 121 of the Public Limited Companies Act B.E. 2535, "the auditor must not be Director, officer, employee, or anyone who retain any Company's position."

The Audit Committee had recommended the Board to propose to the shareholders' meeting the appointment of Deloitte Touche Tohmatsu Jaiyos Audit Co., Ltd. as auditors of the Company for the year 2024. As such, the Board recommends to approve the appointment of Ms. Wilasinee Krishnamra, License No. 7098 and/or Dr. Suwatchai Meakhaamnouychai, License No. 6638 and/or Ms. Vayuree Jirakittidu, License No. 9140 and/or Ms. Darunee Chantra, License No. 8625 of Deloitte Touche Tohmatsu Jaiyos Audit Co., Ltd. to be the auditors of the Company of the year 2024, any one being authorized to conduct the audit and express an opinion on the annual financial statement of the Company. In the absence of the above-named auditors, Deloitte Touche Tomatsu Jaiyos Audit Co., Ltd. is authorized to identify one other Certified Public Accountant with Deloitte Touche Tohmatsu Jaiyos Audit Co., Ltd. to carry out the work. Their remuneration which is to be negotiated at group level will be at no more than Baht 2,400,000 per annum (excluded out of pocket expenses). \*Proposed audit fee for the year 2024 has no change compared to 2023.

The proposed auditors have no relationship or stockholdings with the Company/management/major shareholder or relations of the said persons. They have been the auditors of the Company as follows.

Name	CPA No.	Appointed Year	
Mr. Chavala Tienpasertkij	4301	2013-2023	Signed the financial of the Company of 2018 and 2019
Mr.Yongyuth Lertsurapibul	6770	2018-2023	Signed the financial of the Company of 2020 – 2023
Dr. Suwatchai Meakhaamnouychai	6638	2018-2024	
Ms. Wilasinee Krishnamra,	7098	2020-2024	
Ms. Vayuree Jirakittidu	9140	2024	
Ms. Darunee Chantra	8625	2024	

Board's opinion: The Meeting should approve the appointment of Ms. Wilasinee Krishnamra, License No. 7 0 9 8 and/or Dr. Suwatchai Meakhaamnouychai, License No. 6 6 3 8 and/or Ms. Vayuree Jirakittidu, License No. 9 1 4 0 and/or Ms. Darunee Chantra, License No. 8625 of Deloitte Touche Tohmatsu Jaiyos Audit Co., Ltd. to be the auditors of the Company of the year 2024, any one being authorized to conduct the audit and express an opinion on the annual financial statement of the Company. In the absence of the above-named auditors, Deloitte Touche Tomatsu Jaiyos Audit Co., Ltd. is authorized to identify one other Certified Public Accountant with Deloitte Touche Tohmatsu Jaiyos Audit Co., Ltd. to carry out the work. Their remuneration which is to be negotiated at the group level will be at no more than Baht 2,400,000 per annum (excluded out of pocket expenses) as proposed by the Audit Committee. This proposal has been subsequently endorsed by the Board of Directors.

The Chairman asked the meeting. Are there any shareholders who would like to ask questions or express their opinions?

There were no questions or comments from the shareholders, so the Chairman asked the meeting to consider and pass a resolution. Vote required: Simple majority of total number of votes of the shareholders present at the meeting and eligible to vote.

**Resolution** Agenda 7 The meeting resolved to approve the appointment of the Company's auditor and determine the auditor's remuneration for the year 2024 with the following votes: There is 1 additional shareholder with 100 shares.

Votes	Number of Votes	Percentage of voting rights exercised by the shareholders present and cast the vote (%)
1. Approved	445,648,078	99.9991
2. Disapproved	0	0.0000
3. Abstained	4,000	0.0009
4. Voided	0	0.0000
Total	445,652,078	100.0000

**Agenda 8 Consider other matters (if any)**

According to the Public Limited Company Act B.E.2535, Shareholders attending a meeting, who altogether hold shares not less one-third of the total number of shares sold of the Company, may propose the meeting to consider the matter other than those indicated in the agenda.

Board's Opinion: The meeting should not consider any other matters proposed at the meeting. This is to comply with the Principles of Good Corporate Governance for Listed Companies 2017 and the Annual General Shareholders Meeting Assessment Project that the Meeting should consider only the issues already informed in advance for fairness of the overall shareholders.

Do any shareholders have questions or would like to express additional opinions? If no one has commented or has any further questions. No more questions or comments from shareholders.

The Company will disseminate the resolutions of the Annual General Meeting of Shareholders through the Stock Exchange of Thailand on the meeting date. The minutes of the Annual General Meeting of Shareholders will be published on the Company's website within 14 days from the date of the Annual General Meeting of Shareholders and notify the aforementioned dissemination through the news of the Stock Exchange of Thailand. If shareholders have any amendments or additional comments on the minutes of the general meeting of shareholders, please notify within 30 days from the date of the Annual General Meeting of Shareholders. Shareholders can inquire and contact Investor Relations or Company Secretary.

Thank you to all shareholders for their support and time to attend today's meeting.

The Meeting was declared close 03.50 p.m.

Signed \_\_\_\_\_ *Signature* \_\_\_\_\_ Chairman  
(Mr. Viroj Tangjetanaporn)

Signed \_\_\_\_\_ *Signature* \_\_\_\_\_ Recorder  
(Mr. Pirahuht Usubzin)