

**Minutes of the 2022 Annual General Meeting of Shareholders
Conducted Through Electronic Means (E-AGM) of
Frasers Property (Thailand) Public Company Limited**

The 2022 Annual General Meeting of Shareholders (the “**Meeting**”) was convened on Wednesday 12 January 2022, at 14.00 hrs., through live broadcasting from Victor Club, 7th Floor, Mitrtown Office Tower, No. 944, Rama 4 Road, Wang Mai Subdistrict, Pathum Wan District, Bangkok 10330 (“**E-AGM**”).

Mr. Chainoi Puankosoom, Chairman of the Board, presided as the Chairman of the Meeting (the “**Chairman**”), and Miss Prasnee Surastian, Company Secretary, acted as the Secretary to the Meeting. There were directors, executives, auditors, and legal advisors attending the Meeting, as follows:

Directors attending the Meeting in person:

Mr. Chainoi Puankosoom	Chairman of the Board, Independent Director, Chairman of Compensation and Nomination Committee, Chairman of Corporate Governance and Sustainable Development Committee, and Member of Audit Committee
Mr. Panote Sirivadhanabhakdi	Director, Chairman of the Executive Committee, Member of Compensation and Nomination Committee, and Member of the Risk Management Committee
Assoc. Prof. Tithiphan Chuerboonchai	Independent Director, Chairman of Audit Committee, Member of the Risk Management Committee and Member of Corporate Governance and Sustainable Development Committee
Mr. Chatchaval Jiaravanon	Independent Director, Member of Audit Committee and Member of Compensation and Nomination Committee
Mr. Chali Sophonpanich	Director
Mr. Sithichai Chaikriangkrai	Director and Member of the Executive Committee
Mr. Thanapol Sirithanachai	Director, Member of the Executive Committee, Member of the Risk Management Committee and Member of Corporate Governance and Sustainable Development Committee, and Chief Executive Officer

Directors attending the Meeting through ZOOM program:

Mrs. Busaya Mathelin	Independent Director
Mr. Chotiphat Bijananda	Director and Chairman of the Risk Management Committee
Mr. Chai Vinichbutr	Director

Executives in attendance:

Mr. Saenphin Sukhee	Chief Executive Officer of Housing Real Estate
Mr. Sapon Racharaksa	Chief Executive Officer of Industrial Real Estate
Mr. Somboon Wasinchutchawal	Chief Financial Officer
Mr. Supparat Sivapetchranat Singhara Na Ayutthaya	Chief Technology and Digital Officer
Miss Prasnee Surastian	Executive Vice President and Company Secretary

Auditors in attendance:

Mrs. Wilai Buranakittisopon	KPMG Phoomchai Audit Ltd.
Mr. Ekkasit Chuthamsatid	KPMG Phoomchai Audit Ltd.

Legal Advisor in attendance:

Miss Pratumporn Somboonpoonpol	Weerawong, Chinnavat & Partners Ltd.
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Before the Meeting started, the Company opened a video which demonstrated the method of system usage for vote casting and method in submitting shareholder's questions.

The Meeting started at 14.00 hrs.

The Chairman welcomed the shareholders attending the Meeting and informed them that due to the new wave of COVID-19 outbreak, Omicron, the Company's Board of Directors had resolved to hold the Annual General Meeting of Shareholders through electronic meeting platform (E-AGM), as was the previous year, for the safety of shareholders and all stakeholders. For this Annual General Meeting of Shareholders, the Company scheduled the date for determination of shareholders who were entitled to attend the 2022 Annual General Meeting of Shareholders (Record Date) to be on Tuesday, 23 November 2021. Currently, the Company's paid-up capital is THB 2,319,277,419 with the par value of THB 1 per share, representing 2,319,277,419 shares with rights to attend the Meeting from the total of 3,792 shareholders. For this Annual General Meeting of Shareholders, there were 7 shareholders, holding 559,175 shares, attending the Meeting in person via electronic meeting, and 38 shareholders, holding 2,055,417,605 shares, attending the Meeting by proxy, totaling 45 shareholders, holding 2,055,976,780 shares, representing 88.6473 percent of the total issued shares of the Company. It can be deemed that the number of the shareholders attended the meeting in person and by proxy exceeded 25 shareholders and the number of shares of the shareholders were more than one-third of the total number of issued shares of the Company. A quorum was thus constituted in accordance with the Company's Articles of Association.

The Company had 11 directors in total, but 1 director resigned on 1 January 2022. The Board of Director is in the process of nominating a new director to replace the vacating director. The remaining 10 directors attended this Annual General Meeting of Shareholders, whereby 7 directors attended the Meeting in person and 3 directors attended the meeting via video conference system.

The Chairman declared the 2022 Annual General Meeting of Shareholders duly convened and individually introduced the total 10 directors, representing 100 percent of the total directors, the executives, the Company's auditor, and legal advisors attending this Annual General Meeting of Shareholders. The Chairman invited Mr. Yotsaphat Chitsukhummongkol, a legal advisor from Weerawong, Chinnavat & Partners Ltd to be an observer and Miss Pawinee Nissaisuk, an independent auditor from KPMG Phoomchai Audit Ltd to act as a witness in the vote counting and to supervise the Meeting to be conducted transparently, in accordance with the law and the Company's Articles of Association.

The Chairman informed the Meeting that, to promote good corporate governance and to treat all shareholders equally, before this Annual General Meeting of Shareholders, the Company provided shareholders an opportunity to propose any matters for the Board of Directors to consider and add them to the list of agendas for this Meeting in advance via the communication channel of the SET and the Company's website from 5 July 2021, but no shareholders proposed any additional agendas.

Then, the Chairman assigned Miss Prasnee Surastian, Company Secretary, to inform the Meeting of the procedures for vote casting and vote counting for each agenda.

Miss Prasnee Surastian, Company Secretary, clarified the procedures for vote casting and counting on each agenda, as follows:

- For this Annual General Meeting of Shareholders, the Company has used the electronic meeting platform system that is in accordance with the standards of hosting electronic meeting platform of the Electronic Transaction Data Agency (ETDA) and the applicable rules the company article concerning the electronic meeting. In addition, during the live broadcast of this meeting, the Company has provided measures to prevent the spread of COVID-19 by procuring all directors, executives, and relevant employees to take the COVID-19 antigen test no later than 24 hours before attending the Meeting. Moreover, in the meeting room, there were only persons involved in the meeting. The participants shall wear a face mask throughout the meeting, except the directors and executives, who are responsible for presenting information, will take off the mask only during the presentation so that shareholders can get a clear voice.
- For the 2022 Annual General Meeting of Shareholders conducted through electronic means (E-AGM), the Company used the Conference system where attendees can attend the meeting, vote on each agenda, ask questions and give suggestions throughout the meeting. In this regard, the Company presented a demonstration video on how to use the Conference system for shareholder voting and asking questions at the beginning of this meeting. If the shareholders have any technical difficulties in using the system, the shareholders can call, via telephone, 02-013-4322 and 080-008-7616, for assistance at any time during the meeting.
- The number of voting rights of each shareholder shall be equivalent to the number of shares he or she holds in the Company, whereby one share is equivalent to one vote.

With respect to the vote casting and the vote counting on each agenda, the Company shall count the votes of the shareholders attending the Meeting through E-AGM and by proxy, which is recorded in advance at the registration when the proxies registered to attend the Meeting. If a shareholder does not specify his or her intention on voting with respect to any agenda in advance or unclearly specifies his or her intention, the proxy shall be entitled to cast votes as he or she deems appropriate by clicking on to the voting menu. The vote counting shall be conducted in three methods, as follows:

- 1) The votes on an agenda for which the approval thereon requires a majority vote of the shareholders attending the Meeting and casting their votes shall be counted by only accumulating the votes of approval or disapproval cast by the shareholders who cast their vote. The votes of abstention shall be excluded.
- 2) The votes on an agenda for which the approval thereon requires votes of not less than two-thirds of the total votes of the shareholders attending the Meeting shall be counted by accumulating all votes of approval, disapproval, and abstention casted by the shareholders attending the Meeting.
- 3) The votes on an agenda for which the approval thereon requires votes of not less than three-fourths of the total votes of the shareholders attending the Meeting and eligible to vote shall be counted by accumulating all votes of approval, disapproval, and abstention cast by the shareholders attending the Meeting and eligible to vote.

The shareholder is able to cast their vote in each agenda by voting for approval, disapproval or abstention by clicking the menu to vote in the system during the period that the casting of vote is opened for each agenda. The Company would provide sufficient time for vote casting. If the shareholder or the proxy does not make any mark, it will be considered as a vote of approval.

In the case of a custodian that had submitted the proxy form and indicated their vote, the Company has already proceeded to collect such votes in the system.

Vote casting in the proxy form that the shareholders have already sent to the Company in the following manner will be considered as a voided ballot and the Company shall not count as the votes in that agenda:

1. The votes with more than 1 box checked, except for Custodian cases.
2. The modification or strikeout of the votes without the shareholders' signature
3. The vote casting that exceeds the shareholders' right to vote.

Prior to the voting on each agenda, the Chairman will give shareholders an opportunity to ask questions and express their opinions concerning such agenda as appropriate. The shareholders or proxies who wish to ask questions or express their opinions shall type such questions or expression through the chat-box in the system. The shareholders may begin to type their questions since the Meeting began and the Company will answer to the questions from chat-box system and if there is any additional question, the Chairman will request the shareholders to raise their hands and turn on the camera once the approval is obtained.

On each agenda, the Company shall propose the Meeting to discuss the agenda. After the discussion, the Company shall inform the Meeting of voting result of the discussed agenda by displaying the result on the screen in four digits decimals. When the voting result of each agenda has been announced, it will be considered that the voting result of such agenda has been finalized.

The Chairman then conducted the Meeting in accordance with the agenda stipulated in the notice of this Meeting, as follows:

Agenda 1: To consider and certify the Minutes of the 2021 Annual General Meeting of Shareholders, held on 13 January 2021

The Chairman proposed that the Meeting to consider and certify the Minutes of the 2021 Annual General Meeting of Shareholders, held on 13 January 2021. The details of which are set out in the copy of the minutes delivered to the shareholders along with the notice of this Meeting.

There were no shareholders who asked any further questions or expressed any opinions on this agenda. The Chairman then proposed that the Meeting cast votes and informed the Meeting that the resolution on this agenda shall be passed by a majority vote of the shareholders attending the Meeting and casting their votes.

Resolution: The Shareholder Meeting resolved by a unanimous vote to certify the Minutes of the 2021 Annual General Meeting of Shareholders held on 13 January 2021, with the following votes:

Resolution	Number of votes (1 share = 1 vote)	Percentage of total votes cast by the shareholders attending the Meeting and casting their votes
Approved	2,055,982,980	100.0000
Disapproved	0	0.0000
Total votes of the shareholders attending the Meeting and casting their votes	2,055,982,980	
Abstained	0	
Voided ballot(s)	0	

Agenda 2 To acknowledge the Company's performance report as of 30 September 2021

The Chairman invited the shareholders to view a video regarding the Company's performance as well as delegated Mr. Thanapol Sirithanachai, Director, Member of the Executive Committee, Member of Risk Management Committee, Member of Corporate Governance and Sustainable Development Committee, and Chief Executive Officer to report a summary of the Company's performance for the year 2021 to the Meeting for acknowledgement.

Mr. Thanapol Sirithanachai reported that in the past year, the Company received a 5-star or "excellent" rating for corporate governance assessment in accordance with the Corporate Governance Report of Thai Listed Companies ("CGR") for the year 2021 from Thai Institute of Directors Association. It has also been certified as a member of the Thai Private Sector Collective Action Coalition Against Corruption ("CAC"). The Company has been impacted by the Covid-19 epidemic in multiple waves over the last two years, this past year has been a very challenging year for the Company. The company acquired Golden Land Property Development Public Company Limited business, which can be integrated into a fully integrated real estate company operating three distinct lines of business: residential real estate, warehouse for industry, and commercial real estate. As a result, in the Company is well diversified to adjust and cope with the situation through real estate policy strategy (One Platform). This enables the Company to withstand a variety of situations in the past, to achieve a more stable performance and make a sustainable growth.

Significant operations in the last year in the field of strategic initiatives, the Company expanded its operations into Vietnam. There is an investment in warehouse space and the city's first hyperscale data center in Bangkok, as well as acquiring Univentures REIT Management Company Limited (UVRM).

- In terms of operational excellence, the Company has initiated projects in all of its planned businesses, developing over 130,000 square meters of industrial and commercial space, as well as selling assets to a REIT valued at more than THB 3,500 million.
- On the corporate side, the Company has implemented an innovation training program based on the Design Thinking concept, utilizing technology and digital data analysis to support the Company's business. This includes the development and integration of the Company's system for the operation of three departments: accounting, information technology, and human resources to be more efficient, In addition TRIS Rating upgraded the Company's rating to A Stable. Additionally, the Company issued green bonds worth more than THB 425 million for the first time and developed systems that enable all lines of business to have quick access to data (Systems, Applications, and Products in Data Processing.: SAP) in full.

Besides the awards and recognition that the Company received from CGR and CAC last year, the Company and its subsidiaries also received Frost & Sullivan Awards for the year 2021, a global business analysis and market research organization, in the categories of Leadership Award for Competitive Strategy and Innovation in Thailand's Real Estate Sector and Leader in Integrated Warehouse Development. According to the Global Real Estate Sustainability Benchmark (GRESB), the Company ranked top three in sustainability disclosure and was chosen as one of six companies in Thailand to participate in the Carbon Pricing project by the Greenhouse Gas Management Organization and the World Bank. In addition, the Samyan Mitrtown Project, Thailand's only Smart Mixed-use building, won first place in energy conservation at the Thailand Energy Awards 2021 and ASEAN Energy Awards 2021, as well as "The Best CRM Strategy" awards from the stage of the Loyalty & Engagement Awards 2020 organized by MARKETING magazine.

In the real estate for the living sector, the Company currently has 63 projects open for sale, 36 of which are townhome projects and 27 projects of detached houses and twin houses in Bangkok and other provinces. In terms of operating results in 2021, the impact of the Covid-19 pandemic, which has caused a slowdown in the economy which resulted in consumers cutting back on their spending and the bank's refusal of credit as well as measures requested by the government to close operations during lockdown measures and measures to temporarily close worker accommodations. The Company was able to launch a total of 14 projects with a sale revenue of approximately THB 11,427 million.

As for the plan to launch new projects in 2022, the Company has 21 projects that are ready to be launched. The Company will adjust its product line and market share in response to increased demand for single detached houses, city homes, and luxury homes. Thus, in 2022, the Company's 21 planned projects will include the following: 1) seven single-detached house projects; 2) two city home projects; 3) eight townhome projects; 4) three provincial projects; and 5) one twin house project.

The warehouse business for industrial purposes is growing steadily due to the expansion of e-commerce business (E-Commerce), resulting in increased demand for warehouses both in the short and long term. As a result, the occupancy rate of the Company's factories and warehouses has risen to 90 percent. Furthermore, the Company has built a warehouse building and continues to deliver to customers, including the construction of warehouse buildings in the form of BTS (Built-to-Suit), which is still in high demand in the market. In 2022, the Company continues to strive to be the No. 1 industrial real estate developer in Thailand and will increase its management area from 3 million square meters to 3.7 million square meters by the year 2026. The Company has planned a strategy to ensure that the logistics business continues to benefit from the expansion of the e-commerce industry by relocating more production bases to Thailand.

Regarding commercial real estate, it is a sector that has been severely impacted by the COVID-19 pandemic. Despite the fact that the office building's area is being reduced, the Company maintains an up to 92 percent of occupancy rate of the office building located in the heart of Bangkok, with the exception of the Golden Land Building, which has a 65 percent occupancy rate. The land lease agreement of Golden Land Building that the Company entered into with the landowner will be expiring in September 2022. Additionally, the Company was impacted by the decline in the occupancy rate of buildings used by the service industry (hospitality), which has decreased significantly as a result of tourists' inability to visit Thailand. At the same time, the Company expanded its office building business through the acquisition of the Silom Edge Project, which is located on the corner of Silom Road and Rama IV Road. The project is estimated to be worth approximately THB 1,800 million and has an area of approximately 50,000 square meters. The Company anticipates that the project will be launched within September 2022. Another part is the data center business. The company has already begun its first phase of operation, and many people have expressed an interest in renting space.

The year 2022 will be a very challenging year for the Company. Although the business growth assessment has increased GDP, the epidemic situation of COVID-19, including the result of tourists still being unable to travel to Thailand, has caused the Company to adapt to be more agile in the operation under its integrated real estate company strategy. Consequently, the Company is able to deal with a variety of issues which led to confidence both within and outside the Company that it will continue to grow and become stronger.

In this regard, Mr. Thanapol Sirithanachai invited Mr. Somboon Wasinchutchawal, Chief Financial Officer, to report all of the numerical detail.

Mr. Somboon Wasinchutchawal reported that the Company has been significantly impacted over the last three years. However, the size of the Company's assets is not significantly different. While the Company's revenue has been gradually declining over the last two years, specifically 2020 and 2021, the Company has still been able to issue debentures twice, with totaling value of THB 7,800 million. In addition, in terms of financial stability, TRIS Rating has promoted the Company's rating from A- Stable to A Stable, which positively affected Company's ability to reduce its financial costs in the future if it needs to issue debentures or raise capital. The Company's total revenue in the previous year was THB 15,721.0 million, a decrease of 23.3 percent or THB 4,788 million, primarily due to the following reasons:

- Revenue from real estate sales decreased by THB 3,221 million or 22.0 percent to THB 11,427 million in July and August due to the temporary closure of workers' housing, which resulted in a decline in production. In addition, there is a high rate of a bank loan rejection which results in the decrease in transfer of real estates
- Revenue from rental and related services decreased by THB 560 million or 20.3 percent to THB 2,192 million. This was mainly due to the impact of the adoption of Thai Financial Reporting Standard No. 16 on Lease Agreements. As a result, it was unable to recognize deferred leasehold rights under the land sublease agreement amounting to THB 360 million. However, excluding the aforementioned impact, it was determined that the office building rental business experienced a 10 percent decline in revenue from the Golden Land Building near the end of the land lease agreement, causing some tenants to gradually decide not to renew the contract.
- In the factory and warehouse business, rental income has decreased by 7.8 percent as a result of the sale of real estate to Frasers Property Thailand Industrial Freehold & Leasehold REIT ("FTREIT") since the beginning of the year, resulting in lower rental space than the previous year. However, the Company's occupancy rate has increased, which helps to mitigate the impact.
- Revenue from hotel business decreased by THB 169 million or 50.9 percent to THB 163 million, when compared to the previous year that remained normal during the first 5 months. As a result, the revenue is higher than the previous year due to the impact of the whole year. Overall, the hotel business accounted for less than 1 percent of the Company's total revenue this year.
- Management fee income increased by THB 50 million or 7.4 percent to THB 716 million as a result of the profit from asset sales to a Real Estate Investment Trust. This is due to the value of property sold this year is lower than the previous year which caused the total revenue of the Company decreased by 23.3 percent.

- As for total costs and expenses, there was a decrease of THB 2,928 million or 17.4 percent. The decrease in cost is not proportional to the decrease in income, particularly for fixed expenses such as depreciation, rent, and so on. As a result, the Company had a profit for the year of THB 1,567 million in 2021, a decrease of 44.9 percent, and a profit attributable to parent company shareholders of THB 1,586 million, a decrease of 43.2 percent, with earnings per share of THB 0.68 per share in 2021.

Regarding the Company's statement of financial position for the year 2021, the Company's total assets were THB 92,637 million, decreased THB 549 million or 0.6 percent, owing primarily to a decrease in cash and cash equivalents of THB 1,606 million, or a decrease of 62.4 percent. This includes the Company's increased investment in real estate investment trusts. Furthermore, the number of investment properties increased as a result of the acquisition of land in industrial estates in Binh Duong, Vietnam, as well as an investment in the Silom Edge project

The Company had total liabilities of THB 58,384 million, a decrease of THB 2,669 million or 4.4 percent decrease. Meanwhile, interest-bearing liabilities amounted to THB 50,056 million, an increase of THB 3,000 million due to the recording of lease liabilities in accordance with the new financial reporting standards, which is also counted as an interest-bearing debt. However, the Company still maintains the debt-to-equity ratio at the same rate as before. Furthermore, the shareholders' equity has increased by 2,120 million baht as the Company has adjusted the beginning retained earnings in accordance with new financial reporting standards.

Afterwards, the Chairman provided the shareholders the opportunity to ask questions and express their opinions on this agenda.

No shareholders additionally asked any additional questions and/or expressed any further opinions regarding this agenda. The Chairman, therefore, informed the Meeting that this agenda is for acknowledgment and does not require a resolution.

Resolution: The Meeting acknowledged the Company's performance report as of 30 September 2021 with details as reported.

Agenda 3: To consider and approve the statement of financial positions and the profit and loss statement for the year ended 30 September 2021

The Chairman proposed that the Meeting consider and approve the statement of financial positions and the profit and loss statement for the year ended 30 September 2021, which were audited by KPMG Phoomchai Audit Ltd., the certified public accountant of the Company. The certified public accountant was of the opinion that such financial statements showed financial positions and operating results which were prepared fairly and accurately, in all material aspects, in accordance with the Thai Financial Reporting Standards. The financial statements received approval from the Audit Committee and the Board of Directors. The details of which are set out in the Annual Report of the Company delivered to shareholders together with the notice of this Meeting, in which the essence of the financial information was presented in the previous agenda.

Afterwards, the Chairman gave the shareholders the opportunity to ask questions and express their opinions on this agenda.

Mr. Prawit Wirotwongchai, a shareholder, asked the following questions:

- 1) What is the growth rate in 2022 and where it come from?
- 2) How is the development plan for the Thousands Rai of land at Bangna-Trad and when will it happen?

Mr. Thanapol Sirithanachai Director, Member of the Executive Committee, Member of the Risk Management Committee and Member of Corporate Governance and Sustainable Development Committee, and Chief Executive Officer, answered that,

The estimation for the year 2022, the overall growth will be 10 percent, which tends to come from 2 parts: the residential part and the industrial part. For the commercial part, it will remain stable because it is still having an impact.

Mr. Panote Sirivadhanabhakdi, Director, Chairman of the Executive Committee, Member of Compensation and Nomination Committee, and Member of the Risk Management Committee, additionally answered that,

As the land at Bangna-Trad is a large area, the company is in the planning stage of development. The potential and readiness to develop must be in conjunction with the market situation as well. However, with the potential of space and joint ventures, the Company sees the potential that it should be ready for development in the near term.

There were no shareholders who asked any further questions or expressed any opinions on this agenda. The Chairman then proposed that the Meeting cast votes and informed the Meeting that the resolution on this agenda shall be passed by a majority vote of the shareholders attending the Meeting and casting their votes.

Resolution: The Shareholder Meeting resolved by a unanimous vote to approve the audited financial statements for the year ended 30 September 2021, with the following votes:

Resolution	Number of votes (1 share = 1 vote)	Percentage of total votes cast by the shareholders attending the Meeting and casting their votes
Approved	2,055,952,291	100.0000
Disapproved	0	0.0000
Total votes of the shareholders attending the Meeting and casting their votes	2,055,952,291	
Abstained	31,191	
Voided ballot(s)	0	

Agenda 4: To consider and approve the allocation of profits as a legal reserve, and the dividend payment for the year ended 30 September 2021

The Chairman delegated Mr. Somboon Wasinchutchawal, Chief Financial Officer, to inform the Meeting of the details regarding this agenda.

Mr. Somboon Wasinchutchawal informed the Meeting that the Section 116 of the Public Limited Companies Act B.E. 2535 (1992) (including any amendment thereto) and Article 41 of the Company's Articles of Association provides that the Company shall allocate no less than 5 percent of its annual net profit, deducted by the accumulated losses brought forward (if any), to be a legal reserve fund until this fund attains an amount of no less than 10 percent of registered capital of the Company.

At present, the Company's registered capital is THB 3,710.84 million and the Company has a legal reserve as per the separated financial statement of THB 322.68 million. Therefore, for the year 2022, the Company has to allocate the portion of annual net profit as a legal reserved fund in the amount of THB 48.40 million, or 2.04 percent of the net profit under the separated financial statements, making the total Company's legal reserve of THB 371.08 million, which is 10 percent of the Company's registered capital.

With respect to the dividend payment, the Company has a policy of dividend payment to shareholders amounting to no less than 40 percent of net profit after deductions of tax under the consolidated financial statements. The dividend payment will be based on the operating results of the Company, financial position, and other factors relevant to the Company's business operation, as appropriate. For the fiscal year ended 30 September 2021, the Company has a net profit under the consolidated financial statements of THB1,566.89 million and the Company has a net profit in regards of the shareholders' equity of the parent company of THB 1,586.27 million, the Board of Directors deemed it appropriate to propose that the Meeting approves the dividend payment from the net profit of the Company, at the rate of THB 0.34 per share for 2,319.28 million ordinary shares, totaling to THB 788.55 million, representing 49.7 percent of net profit, which is the appropriate rate on the view of the Board of Directors and in accordance with the Company's dividend policy.

The dividend payment from the operating result for the year ended 30 September 2021 at the rate of THB 0.34 per share will be lesser than the year 2020 in which the company pays a dividend at the rate of THB 0.60 per share.

Therefore, the Company shall pay the dividend to the shareholders whose names have appeared on the Book of shareholders' registration on the Record Date on 23 November 2021. The Company shall pay the dividend on 11 February 2022.

Afterwards, the Chairman gave the shareholders the opportunity to ask questions and express their opinions on this agenda.

Mr. Prawit Wirotwongchai, a shareholder, asked that

- 1) Many companies will post the XD sign and pay their dividends within 30 days. However, for the Company, it takes several months to pay dividend after posting the XD sign. Would it be possible that the Company will convert to pay dividend within 30 days after posting the XD sign?

Mr. Somboon Wasinchutchawal, Chief Financial Officer, answered that

In principle, the Company shall pay the dividend to the shareholders within 30 days after the date of the Annual General Meeting of Shareholders. Even though the Company has posted the XD sign, the share price will reflect the dividend payment. In this regard, the shares are able to be traded as usual.

There were no shareholders who asked any further questions or expressed any opinions on this agenda. The Chairman then proposed that the Meeting cast votes and informed the Meeting that the resolution on this agenda shall be passed by a majority vote of the shareholders attending the Meeting and casting their votes.

To comply with the good corporate governance principles of the Company and to enable the shareholders to independently cast votes, Mr. Chali Sophonpanich, Mr. Chatchaval Jiaravanon, Mr. Chai Vinichbutr, and Mr. Panote Sirivadhanabhakdi requested to leave the meeting room and electronic system during the consideration of this Agenda 5.

The Chairman then informed the Meeting that during the period from 5 July 2021 – 30 September 2021, the Company invited shareholders to propose the names of qualified persons to be elected as directors and to propose the list of names to the shareholders' meeting to be elected as the Company's director via the communication channel of the SET and the Company's website. After such invitation period, there were no shareholders proposing any persons to be elected as directors.

The Board of Directors, excluding the interested directors, considered and approved the proposal of the Compensation and Nomination Committee, and deemed it appropriate to propose the shareholders' meeting to re-elect Mr. Chali Sophonpanich, Mr. Chatchaval Jiaravanon, Mr. Chai Vinichbutr, and Mr. Panote Sirivadhanabhakdi, directors retiring their office by rotation, to hold office as directors for another term, since these directors are knowledgeable, skilled, competent, experienced and experts in the business of the Company. Further, they have good morale, vision and perspective and are ready to fully carry out their duty to the best of their efforts. Further, they are fully qualified under the Public Limited Companies Act and possess no prohibited characteristics of directors as prescribed by the Securities and Exchange Commission ("**SEC**") and other relevant laws.

In the case of Mr. Chatchaval Jiaravanon, who is an independent director and when it was considered re-elected for another term this time, this will make Mr. Chatchaval Jiaravanon hold an independent director position for more than 9 years. The Board of Directors has carefully considered that Mr. Chatchaval Jiaravanon has suitable qualifications and provide opinions independently in accordance with the relevant criteria. In addition, he is also being a knowledgeable person in investment and digital technology which is beneficial for the guidelines of the Company's business group in the future, and it is beneficial to all shareholders, including minority shareholders.

Additionally, the Chairman informed the Meeting that there was a director who resigned on 1 January 2022, and the Board of Directors is in the process of nominating a new director to replace the vacating director. Thus, the number of directors will be 11 as before.

Afterwards, the Chairman gave the shareholders the opportunity to ask questions and express their opinions on this agenda.

Mr. Basant Kumar Dugar, a shareholder, praised the management team.

The Chairman thanked the shareholder

There were no shareholders who asked any questions or expressed any opinions on this agenda. The Chairman then proposed that the Meeting cast votes for each director on an individual basis and informed the Meeting that the resolution on this agenda shall be passed by a majority vote of the shareholders attending the Meeting and casting their votes.

Resolution: The Shareholder Meeting resolved by a vote to approve replacement of 4 directors due to retire by rotation by re-electing such directors to hold office for another term, by having a resolution on an individual basis, with the following votes:

1) Mr. Chali Sophonpanich

Resolution	Number of votes (1 share = 1 vote)	Percentage of total votes cast by the shareholders attending the Meeting and casting their votes
Approved	2,032,555,925	100.0000
Disapproved	0	0.0000
Total votes of the shareholders attending the Meeting and casting their votes	2,032,555,925	
Abstained	23,429,147	
Voided ballot(s)	0	

2) Mr. Chatchaval Jiaravanon

Resolution	Number of votes (1 share = 1 vote)	Percentage of total votes cast by the shareholders attending the Meeting and casting their votes
Approved	2,055,882,282	99.950
Disapproved	102,790	0.0050
Total votes of the shareholders attending the Meeting and casting their votes	2,055,985,072	
Abstained	0	
Voided ballot(s)	0	

3) Mr. Chai Vinichbutr Director

Resolution	Number of votes (1 share = 1 vote)	Percentage of total votes cast by the shareholders attending the Meeting and casting their votes
Approved	2,055,985,071	100.0000
Disapproved	0	0.0000
Total votes of the shareholders attending the Meeting and casting their votes	2,055,985,071	
Abstained	1	
Voided ballot(s)	0	

4) Mr. Panote Sirivadhanabhakdi

Resolution	Number of votes (1 share = 1 vote)	Percentage of total votes cast by the shareholders attending the Meeting and casting their votes
Approved	2,055,913,976	99.9965
Disapproved	71,100	0.0035
Total votes of the shareholders attending the Meeting and casting their votes	2,055,985,076	
Abstained	1	
Voided ballot(s)	0	

Agenda 6: To consider and approve the directors' remuneration for the year 2022

The Chairman assigned Mr. Thanapol Sirithanachai, Director and Chief Executive Officer and as part of the secretary of the Compensation and Nomination Committee to inform the Meeting of the details regarding this agenda.

Mr. Thanapol Sirithanachai explained that to promote the performance of the directors for the purposes of adding value to the Company, the Compensation and Nomination Committee, and the Board of Directors have considered the directors' remuneration for the year 2022, by taking into account the duties and responsibilities of the directors and the business expansion of the Company, which is the remuneration policy of the Company that can be compared with other companies listed in the SET in the same industry and having business of the same size. The amount of remuneration must be sufficient to encourage the directors to perform their duties to satisfy the business mission, and the payment of remuneration must be transparent in order to create trustworthiness for the shareholders.

The Compensation and Nomination Committee has considered the remuneration of directors for the year 2022 based on the director remuneration policy of the Company with comparison to the average remuneration rate of directors of other listed companies from the survey report on the remuneration of directors of listed companies prepared by the Thai Institute of Directors. The Compensation and Nomination Committee, therefore, deemed it appropriate to propose that the Meeting consider to remain the rate of fixed remuneration and director's meeting allowance for the year 2022 including extra remuneration (if any) to be in the total amount of not exceeding THB 20,000,000, which is the same amount proposed to approve from the previous shareholders' meeting.

The directors' fixed remuneration and meeting allowance for the year 2022 comprise of:

Unit: Baht/person	Chairman		Members	
	Meeting allowance (per meeting)	Remuneration (per month)	Meeting allowance (per meeting)	Remuneration (per month)
Remuneration for the Board of Directors	25,000	35,000	20,000	25,000
Remuneration for the Executive Committee	-	25,000	-	20,000
Remuneration for the Audit Committee	-	40,000	-	30,000
Remuneration for the Compensation and Nomination Committee	22,000	-	18,000	-
Remuneration for the Corporate Governance Committee and Sustainable Development Committee	22,000	-	18,000	-
Remuneration for the Risk Management Committee	22,000	-	18,000	-

The director who is the management of the Company will not receive the director's remuneration.

For the special remuneration, the Compensation and Nomination Committee shall consider and allocate as appropriate depending on the Company's performance and responsibilities of each director. Additionally, the non-monetary compensation includes life insurance and health insurance (group type), travel expenses, and other expenses related to the duties of directors.

There were no shareholders who asked any questions or expressed any opinions on this agenda. The Chairman then proposed that the Meeting cast votes and informed the Meeting that the resolution on this agenda shall be passed by votes of no less than two-thirds of the total votes cast by the shareholders attending the Meeting.

Resolution: The Shareholder Meeting resolved by more than two-thirds of the total votes of the shareholders attending the Meeting to approve the directors' remuneration for the year 2022 in which the remuneration of the Board of Directors, Remuneration for the Executive Committee, Remuneration for the Audit Committee, Remuneration for the Compensation and Nomination Committee, Remuneration for the Corporate Governance Committee and Sustainable Development Committee, and Remuneration for the Risk Management

Committee, including special remuneration (if any). This shall be in the total amount of not exceeding THB 20,000,000, which is equivalent to the directors' remuneration for the year 2021. The voting result is as follows:

Resolution	Number of votes (1 share = 1 vote)	Percentage of total votes cast by the shareholders attending the Meeting
Approved	2,032,555,919	98.8604
Disapproved	10	0.0000
Abstained	23,429,148	1.1396
Total votes of the shareholders attending the Meeting	2,055,985,077	
Voided ballot(s)	0	

Agenda 7: To consider and approve the appointment of the auditor and the determination of the audit fee for the year 2022

The Chairman then delegated Assoc. Prof. Tithiphan Chuerboonchai, the Chairman of the Audit Committee, to inform the Meeting of the details regarding this agenda.

Assoc. Prof. Tithiphan Chuerboonchai reported to the Meeting that, to comply with Section 120 of the Public Limited Companies Act B.E. 2535 (1992) (as amended) and Article 38 of the Company's Articles of Association provides that the Annual General Meeting of Shareholders shall appoint the auditor and determine the audit fee of the Company each year. The Board of Directors, per suggestions of the Audit Committee, deems it appropriate for the shareholders to consider and approve the appointment of 5 auditors from KPMG Phoomchai Audit Ltd., as proposed to be the Company's auditor for the year 2022, with the list as follows:

Name	Certified Public Accountant (CPA) No.
1. Mr. Ekkasit Chuthamsatid	4195; or
2. Ms. Yuvanuch Thepsongvaj	5371; or
3. Miss Wilaiwan Phonprasert	8420; or
4. Ms. Kanokorn Phooriphanyawanit	10512; or
5. Ms. Nadsasin Wattanapaisal	10767

The proposed five auditors possess qualifications required by the SEC and work at the audit company, which is famous, reliable and has acceptable standards. KPMG Phoomchai Audit Ltd., and the said auditors have no relationship with or interest in the Company, its subsidiaries, executives, major shareholders or persons related to those persons. Therefore, they are independent for audit purposes and to express their opinion to the financial statement of the Company and its subsidiaries. In addition, the total years of their performance as auditors of the Company do not exceed the maximum period stipulated by relevant regulations and notifications.

Further, KPMG Phoomchai Audit Ltd., including its related person or business with KPMG Phoomchai Audit Ltd., was also proposed as the auditor for the year 2022 for the Company's subsidiaries.

Concurrently the Board of Directors proposed the proposal of the Audit Committee and deemed it appropriate to propose to the Meeting to consider and approve the audit fee in the amount of not exceeding THB 1,850,000 which is equal to the year 2021, excluding other expenses that are actually disbursed, such as document fees, travel expenses. However, the Company does not have any other service fees besides audit fees.

There were no shareholders who asked any questions or expressed any opinions in this agenda. The Chairman then proposed that the Meeting cast votes and informed the Meeting that the resolution on this agenda shall be passed by a majority vote of the shareholders attending the Meeting and casting their votes.

Resolution: The Shareholder Meeting resolved by an unanimous vote to approve the appointment of: Mr. Ekkasit Chuthamsatid, CPA No. 4195; or Ms. Yuvanuch Thepsongvaj, CPA No. 5371; or Miss Wilaiwan Phonprasert, CPA No. 8420; or Miss Kanokorn Phooriphanyawanit, CPA No. 10512; or Ms. Nadsasin Wattanapaisal, CPA No. 10512 of KPMG Phoomchai Audit Lt.d, as the auditor of the Company for the year 2022, with the audit fee of not exceeding THB 1,850,000, with the following votes:

Resolution	Number of votes (1 share = 1 vote)	Percentage of total votes cast by the shareholders attending the Meeting and casting their votes
Approved	2,055,985,076	100.0000
Disapproved	0	0.0000
Total votes of the shareholders attending the Meeting and casting their votes	2,055,985,076	
Abstained	1	
Voided ballot(s)	0	

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

The Chairman informed the Meeting that Agenda 8, Agenda 9, and Agenda 10 are relevant to the approval on the capital increase by means of a general mandate for which the Company had sought approval from the Meeting in advance and authorization for the Board of Directors to decide on the details of issuance/allocation of the newly issued shares, e.g., number, price, date, offering period, and other relevant details, in accordance with the scope approved by the shareholders, to accommodate the fundraising by means of a capital increase, resulting in the Company being able to raise its funds effectively and in time for the change of market conditions which will enhance the Company's capacity for business competition. If the Company needs to convene a shareholders meeting to obtain approval on a capital increase requires a period of approximately two to three months, which may result in the Company missing business opportunities.

Since Agenda 8, 9, and 10 are related to and conditional upon each other. If any of the agendas are not approved by the Meeting, it shall be deemed that any such previous agenda which were approved by this Meeting have been canceled and there shall be no further proposal of any agenda for consideration by this Meeting and that all Agenda 8, 9, and 10 are not approved by the Meeting.

The Chairman then delegated Mr. Somboon Wasinchutchawal, Chief Financial Officer, to inform the Meeting of the details regarding this agenda.

Mr. Somboon Wasinchutchawal informed the Meeting that, the Public Limited Companies Act B.E. 2535 (1992) (as amended) provides that the company may increase capital from its registered capital when all of its shares have been issued and paid-up in full and that for the case of the Company, considering that currently, the Company's registered capital is already higher than the paid-up capital, it is necessary for the Company to reduction its registered capital to be equivalent to the paid-up capital, for the purposes of the increase in the registered capital by means of a general mandate.

At present, the Company's registered capital is THB 3,710,843,868, comprising the paid-up registered capital of THB 2,319,277,419 and has unissued ordinary shares which remains as of 1,391,566,449 shares. The Board of Directors Meeting, therefore, deemed it appropriate to propose that the Meeting consider and approve the reduction in the registered capital by the amount of THB 1,391,566,449 in order for the Company to have the remaining registered capital of THB 2,319,277,419, the amount of which is equivalent to the paid-up capital, by canceling 1,391,566,449 unissued ordinary shares, at the par value of THB 1 per share.

In addition, in order to be in line with the capital reduction, the Board of Directors deemed it appropriate to propose that the Meeting consider and approve the amendment to Clause 4 of the Memorandum of Association on the registered capital, by repealing the existing clause and replacing it with the following:

<i>"Clause 4.</i>	<i>Registered capital</i>	<i>2,319,277,419</i>	<i>Baht</i>	<i>(Two billion three hundred nineteen million two hundred seventy-seven thousand four hundred nineteen Baht)</i>
	<i>Divided into</i>	<i>2,319,277,419</i>	<i>shares</i>	<i>(Two billion three hundred nineteen million two hundred seventy-seven thousand four hundred nineteen shares)</i>
	<i>Value per share</i>	<i>1</i>	<i>Baht</i>	<i>(one Baht)</i>
	<i>Categorized into:</i>			
	<i>Ordinary shares</i>	<i>2,319,277,419</i>	<i>shares</i>	<i>(Two billion three hundred nineteen million two hundred seventy-seven thousand four hundred nineteen shares)</i>
	<i>Preference shares</i>	<i>None</i>	<i>shares</i>	<i>(None)"</i>

In addition, the Board of Directors, or the person appointed by the Board of Directors or authorized directors shall be authorized to undertake any action necessary for and relevant to the reduction in the registered

capital and the amendment to Clause 4 of the Memorandum of Association on the registered capital.

There were no shareholders who asked any questions or expressed any opinions on this agenda. The Chairman then proposed that the Meeting cast votes and informed the Meeting that the resolution on this agenda shall be passed by votes of no less than three-quarters of the total votes cast by the shareholders attending the Meeting and eligible to vote.

Resolution: The Shareholder Meeting resolved by a vote of no less than three-quarters of the total votes cast by the shareholders attending the Meeting and eligible to vote to approve the reduction in the registered capital by THB 1,391,566,449, from the existing registered capital of THB 3,710,843,868 to THB 2,319,277,419, by canceling 1,391,566,449 unissued ordinary shares, at the par value of THB 1 per share and to approve the amendment to Clause 4 of the Memorandum of Association on the registered capital in order to be in line with the capital reduction as well as to authorize the Board of Directors, or the person appointed by the Board of Directors or authorized directors to undertake any action necessary for and relevant to the reduction in the registered capital and the amendment to Clause 4 of the Memorandum of Association on the registered capital, with the following votes:

Resolution	Number of votes (1 share = 1 vote)	Percentage of total votes cast by the shareholders attending the Meeting and eligible to vote
Approved	2,055,984,576	100.0000
Disapproved	0	0.0000
Abstained	501	0.0000
Total votes of the shareholders attending the Meeting and eligible to vote	2,055,985,077	
Voided ballot(s)	0	

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

The Chairman delegated Mr. Somboon Wasinchutchawal, Chief Financial Officer, to inform the Meeting of the details regarding this agenda.

Mr. Somboon Wasinchutchawal informed the Meeting that the capital increase by means of a General Mandate can be conducted by the following three methods:

- 1) A capital increase and allocation of shares to the existing shareholders proportionate to their respective shareholdings (Rights Offering);
- 2) A capital increase and allocation of shares to the public (Public Offering); and
- 3) A capital increase and allocation of shares to the specific persons (Private Placement).

In addition, the SET stipulates the conditions on the capital increase by means of a General Mandate as follows:

- 1) For the allocation of newly issued shares in accordance with the first method, second method and the third method, either any one or all of the three methods, the increased amount of the paid-up capital must not exceed 30 percent of the paid-up capital as at the date on which the Board of Directors resolves to approve the capital increase.
- 2) For the allocation of newly issued shares in accordance with either the second method or the third method, together, the increased amount of the paid-up capital must not exceed 20 percent of the paid-up capital as at the date on which the Board of Directors resolves to approve the capital increase.
- 3) The allocation of newly issued shares in accordance with second method and third method, the offering price shall not be a price below the market price (pursuant to the Notification of SEC concerning the Application for and Granting of Permission to Offer Newly Issued Shares to Public Offering or Private Placement). In this regard, the determination of offering price to be offered to the private placement shall be made in the view of maintaining the greatest interest of the Company and shareholders in general. The offering price shall not be lower than any price of these following prices (a) the volume weighted-average price of the shares trading on the SET in the past, for not less than 7 consecutive days but not exceeding 15 consecutive days prior to the date determining the offering price, with a discount not to exceed 10 percent of such price, or (b) the price determined by a process open to investors to express their intention to purchase newly issued shares of the Company at the desired price level (book building), which is surveyed by a securities company (as per the regulations specified in Notification of the Capital Market Supervisory Board No. TorJor. 72/2558 (2015) Re: Approval for Listed Companies to Offer Newly Issued Shares Through Private Placement (including its amendments)).

Further, for the allocation of shares in the second method and third method, the Company will not allocate it to connected persons.

In this regard, subject to such criteria prescribed by the SET, the Company will be able to increase the capital by means of a General Mandate for an amount not exceeding 30 percent of the paid-up capital, which is equivalent to 695,783,225 shares. However, considering that in order for the capital increase by means of a general mandate to cover all of the three methods, the Company is required to register the capital increase for the three methods, in this agenda, the Company would like to propose that the Meeting consider and approve an increase in the registered capital of the Company to accommodate the capital increase by means of a general mandate by THB 1,391,566,449, from the existing registered capital of THB 2,319,277,419 to THB 3,710,843,868, by issuing 1,391,566,449 newly issued ordinary shares, at the par value of THB 1 per share.

In addition, in order to be in line with the capital increase, the Board of Directors deemed it appropriate to propose that the Meeting consider and approve the amendment to Clause 4 of the Memorandum of Association on the registered capital, by repealing the existing clause and replacing it with the following:

“Clause 4.	<i>Registered capital</i>	3,710,843,868	Baht	<i>(Three billion seven hundred ten million eight hundred forty-three thousand eight hundred sixty-eight Baht)</i>
	<i>Divided into</i>	3,710,843,868	shares	<i>(Three billion seven hundred ten million eight hundred forty-three thousand eight hundred sixty-eight shares)</i>
	<i>Value per share</i>	1	Baht	<i>(one Baht)</i>
	<i>Categorized into:</i>			
	<i>Ordinary shares</i>	3,710,843,868	shares	<i>(Three billion seven hundred ten million eight hundred forty-three thousand eight hundred sixty-eight shares)</i>
	<i>Preference shares</i>	None	shares (—)”

In addition, the Board of Directors, or the person appointed by the Board of Directors or authorized directors shall be authorized to undertake any action necessary for and relevant to the increase in the registered capital and the amendment to Clause 4 of the Memorandum of Association on the registered capital.

There were no shareholders who asked any questions or expressed any opinions on this agenda. The Chairman then proposed that the Meeting cast votes and informed the Meeting that the resolution on this agenda shall be passed by votes of no less than three-quarters of the total votes cast by the shareholders attending the Meeting and eligible to vote.

Resolution: The Shareholder Meeting resolved by a vote of not less than three-quarters of the total votes casted by the shareholders attending the Meeting and eligible to vote to approve the increase of the Company’s registered capital under the General Mandate in the amount of THB 1,391,566,449 from the existing registered capital of THB 2,319,277,419 to the new registered capital of THB 3,710,843,868 by issuing 1,391,566,449 newly issued ordinary shares at a par value of THB 1 per share, and to approve the amendment to Clause 4. of the Company’s Memorandum of Association regarding the registered capital to reflect the increase of the registered capital as well as to authorize the Board of Directors or persons appointed by the Board of Directors authorized directors to perform any actions which appropriate and in accordance with the increase of the Company’s registered capital and the amendment to Clause 4. of the Company’s Memorandum of Association, with the following votes:

Resolution	Number of votes (1 share = 1 vote)	Percentage of total votes cast by the shareholders attending the Meeting and eligible to vote
Approved	2,055,982,576	99.9999
Disapproved	0	0.0000
Abstained	2,501	0.0001
Total votes of the shareholders attending the Meeting and eligible to vote	2,055,985,077	
Voided ballot(s)	0	

Agenda 10: To consider and approve the allocation of newly issued ordinary shares under the General Mandate in the amount not exceeding 1,391,566,449 shares at the par value of THB 1 per share

The Chairman delegated Mr. Somboon Wasinchutchawal, Chief Financial Officer, to inform the Meeting of the details regarding this agenda.

Mr. Somboon Wasinchutchawal informed the Meeting that the Board of Directors deemed it appropriate to propose that the Meeting to consider and approve the allocation of the newly issued ordinary shares by means of a general mandate, in accordance with the following methods:

- 1) not exceeding 695,783,225 shares, representing 30 percent of the Company's paid-up capital, by way of a rights offering,
- 2) not exceeding 463,855,483 shares, representing 20 percent of the Company's paid-up capital, by way of a public offering,
- 3) not exceeding 231,927,741 shares, representing 10 percent of the Company's paid-up capital, by way of a private placement.

In addition, the Board of Directors shall be authorized to undertake the following acts:

- to consider the offering for sale of the Company's newly issued ordinary shares whether for the shares to be offered in a single or multiple offering. In allocating the newly issued ordinary shares by any or all of the methods under the first method, second method and the third method, the allocated amount shall not exceed 30 percent of the total paid-up capital or 695,783,225 shares as at the date on which the Board of Directors approves the capital increase. Nevertheless, in the case of the allocation in accordance with the methods under second method and the third method, the increased paid-up capital shall not exceed 20 percent of the total paid-up capital or 463,855,483 shares as at the date on which the Board of Directors approves the capital increase. The methods under the second method and the third method of the offering price shall not be a price below the market price (pursuant to the Notification of SEC concerning the Application for and Granting of Permission to Offer Newly Issued Shares to Public Offering or Private Placement). In this regard, the determination of offering price to be offered to the private placement shall be made in the view of maintaining the greatest interest of the Company and shareholders in general. The offering price shall not be lower than any price of these following prices (a) the volume weighted-average price of the shares trading on the SET in the past, for not less than 7 consecutive days but not exceeding

15 consecutive days prior to the date determining the offering price, with a discount not to exceed 10 percent of such price, or (b) the price determined by a process open to investors to express their intention to purchase newly issued shares of the Company at the desired price level (book building), which is surveyed by a securities company (as per the regulations specified in Notification of the Capital Market Supervisory Board No. TorJor. 72/2558 (2015) Re: Approval for Listed Companies to Offer Newly Issued Shares Through Private Placement (including its amendments));

- to determine the objectives, date and time of the offering, an offering price, and details and conditions in relation to the allocation of the Company's newly issued ordinary shares, provided that such allocation of the newly issued ordinary shares under second method and the third method shall not be allocated to the connected persons in manner of private placement under the Notification of the Capital Market Supervisory Board No. TorJor. 21/2551 (2008) entitled Rules on Connected Transactions (as amended) and the Notification of the Board of Governors of the Stock Exchange of Thailand entitled Disclosure of Information and Other Acts of Listed Companies concerning the Connected Transactions B.E. 2546 (2003) (as amended) with respect to the Offer Newly Issued Shares to Public Offering or Private Placement.
- to negotiate and execute any relevant documents or agreements, including performing any acts necessary for the purpose of the offering of newly issued ordinary shares of the Company, as well as to authorize the top executive or persons appointed by the Board of Directors to have the power to undertake such actions.

In this regard, the allocation of the newly issued shares must be completed by the date on which the Company convenes the next Annual General Meeting of Shareholders, or by the date as required by law to convene the next Annual General Meeting of Shareholders, whichever is earlier.

Afterwards, the Chairman gave the shareholders the opportunity to ask questions and express their opinions on this agenda.

Mr. Basant Kumar Dugar, a shareholder, had additional suggestions as follows:

- 1) The Company should organize more online activities.
- 2) The Company should add new high-growth businesses such Bitcoin Mining, and etc.
- 3) The Company should provide additional training i.e., at the International Institute for Management Development (IMD) in Switzerland for Mr. Chali Sophonpanich, any new director and should provide additional training for other directors and CEO.
- 4) The Company should inform all shareholders of the minutes of the meeting within 14 days.
- 5) Praised for the cost-effective utilization of the two new buildings in Bangkok. It is also outstanding and well known.

The Chairman thanked the shareholder and will take it into consideration the recommendation.

When there was no shareholder who asked any questions or expressed any opinions on this agenda, the Chairman then proposed that the Meeting cast votes and informed the Meeting that the resolution on this agenda shall be passed by a majority vote of the shareholders attending the Meeting and casting their votes.

Resolution: The Shareholder Meeting resolved by a majority vote of the shareholders to approve the allocation of not exceeding 1,391,566,449 newly issued ordinary shares, at the par value of THB 1 per share, by means of a General Mandate, in accordance with the following votes:

Resolution	Number of votes (1 share = 1 vote)	Percentage of total votes cast by the shareholders attending the Meeting and casting their votes
Approved	2,055,953,386	99.9985
Disapproved	31,690	0.0015
Total votes of the shareholders attending the Meeting and casting their votes	2,055,989,076	
Abstained	1	
Voided ballot(s)	0	

Agenda 11: Other matters (if any)

The Chairman stated that this agenda was arranged for shareholders to propose any other business in addition to the agenda specified in the notice of this Meeting. In accordance with the second paragraph of Section 105 under the Public Limited Companies Act B.E. 2535 (1992) (as amended), it is provided that "...the shareholders holding share amounts of not less than one-third of the total numbers of issued shares may request the meeting to consider matters other than those indicated in the notice..."

Nevertheless, for the purpose of the transparency of the Meeting and to equally grant the right to all shareholders, there should be no proposal of any agenda apart from those indicated in the notice of this Meeting, as the shareholders have studied the information with respect to all agenda and some of the shareholders have cast their votes in advance. In addition, the Company complied with the good corporate governance principles of the SET by giving the shareholders an opportunity, by disclosing the relating details via the communication channel of the SET and the Company's website, to propose any matters for the Board of Directors to consider and add them to the list of agenda for this Meeting in advance, from 5 July 2021 to 30 September 2021. After the given period, there were no shareholders proposing any additional agenda.

The Chairman asked the Meeting whether the shareholder would like to propose the Company to consider other agenda apart from those indicated in the notice of this Meeting and there were no shareholders proposing any additional agenda.

The Chairman informed the Meeting that all agenda indicated in the notice of this Meeting has been completely considered and asked the Meeting whether there was any person who wishes to express any opinion or ask any question. There were no shareholders who asked any further questions or expressed any further opinions. The Chairman, therefore, thanked the shareholders for their attendance and beneficial suggestions, then declared the Meeting adjourned at 16.03 hrs.

Signed _____-signature-_____ Chairman of the Meeting
(Mr. Chainoi Puankosoom)

Signed _____-signature-_____ Company Secretary and Minutes Taker
(Miss Prasnee Surastian)