

**Synnex (Thailand) Public Company Limited**
Minutes of the 2022 Annual General Meeting of Shareholders

The Meeting was held on Thursday, 21 April 2022 at 10:00 a.m. at Mongkolsuthree Auditorium, Synnex (Thailand)'s Head Office, located at 433 Sukhonhasawat Road, Lat Phrao, Bangkok 10230.

Mr. Supant Mongkolsuthree, Chairman of the Board of Directors, who was the Chairman of the Meeting. The Chairman announced the opening of the 2022 Annual General Meeting of Shareholders and informed the Meeting that there were 27 shareholders attending in person and 344 shareholders granting proxies to others, totaling 371 shareholders which equaled to 686,130,083 shares or 80.9726% of the total shares distributed totaling 847,361,206 shares, constituting the quorum as required under the Articles of Association of the Company. The directors, executive officers, and auditor who attended the Meeting are as follows:

Directors Attending the Meeting (83% in total)

- | | |
|--------------------------------|---|
| 1. Mr. Supant Mongkolsuthree | Chairman of the Board of Directors and
Chairman of the Operations Risk Management Committee |
| 2. Mrs. Chananyarak Phetcharat | Independent director and Chairman of the Audit Committee |
| 3. Mrs. Rawittha Pongnuchit | Independent Director/Member of the Audit Committee/
Chairman of the Nomination and Remuneration Committee and
Chairman of the Legal Risk Management Committee |
| 4. Mr. Puttipan Tayarachkul | Director and Corporate Secretary |
| 5. Ms. Sutida Mongkolsuthree | Director / Chief Executive Officer/Chairman of the Executive
Committee and Chairman of the Corporate Governance
Committee (Meeting via Video Conference) |
| 6. Mr. Boontuck Wungcharoen | Independent Director (Meeting via Video Conference) |
| 7. Pol.Gen. Rachatha Yensuang | Independent Director (Meeting via Video Conference) |
| 8. Mr. Lin, Tai-Yang | Director (Meeting via Video Conference) |
| 9. Ms. Chen, Yi-Ju | Director (Meeting via Video Conference) |
| 10. Mr. Su, Chih-Ching | Director (Meeting via Video Conference) |

Management's Members Attending the Meeting

- | | |
|-------------------------------|---|
| 1. Mr. Naran Poomsiri | Chief Financial Officer / IR and Business Development |
| 2. Mr. Piyasit Thongyuak | Vice President - Sales & Marketing - Mobile Devices and
Digital Marketing |
| 3. Mr. Panya Phunpermpholsiri | Vice President - Sales & Marketing IT Consumer/
Commercial / IoT and Cloud |

The Company's auditor and representatives from KPMG attending the Meeting:

- | | |
|-------------------------------|--------------------------|
| 1. Mr. Banthit Tangpakorn | Auditor of the Company |
| 2. Ms. Sataporn Benyasrisawat | Auditor's Representative |

Witness of the voting process

Ms. Oraphan Nateewong Internal Audit Division Manager

Representative of Thai Investors Association Attending the Meeting

Ms. Chayanuch Kanhapakorn



In order for the Meeting to be conducted efficiently and in an orderly manner in the interests of the Company and its shareholders, the Facilitator, informed the Meeting of the procedures for the Meeting, including vote casting and vote counting, then, conducted the Meeting in accordance with the following agenda items.

1) Order of Agenda Items: The meeting agenda items will be considered in the order specified in the invitation to the meeting. A presentation of data supporting the agenda will be given. Any shareholder or proxy who wishes to ask questions or express opinions on any agenda item may do so. Please write your questions or comments on paper and give them to the company staff

2) The voting by ballot card shall be counted on a 1-share-1-vote basis and one shareholder has the right to vote on each agenda as “approve”, or “disapprove”, or “abstain” and he or she cannot split the number of shares held to vote differently on the same agenda

3) Voided Ballot: Ballot that cannot identify the vote choice of the shareholder shall be deemed a voided ballot. For example, casting for both approve and disapprove, or no clear mark, or crossing the mark without shareholder’s signature.

4) Regarding the voting on each agenda, the shareholders attending the Meeting in person who “approve”, or “disapprove”, or “abstain” and the proxies who vote based on how the shareholders have contemplated in the proxy forms shall put their votes in the ballot papers and return them to the Company’s officers for vote counting based on the number of shares that each shareholder holds, With regard to the voting under Agenda 5, the election of directors, which is done individually by director, the voting shall follow regulations set forth by the Company

5) Counting of votes casted under each agenda item is proceeded by deducting disapproving or abstaining votes from the total votes of attending shareholders.

6) The Company provided an opportunity for shareholders to propose agenda and nominate candidates to be proposed for the appointment as the Company’s Director in advance during the period October 1, 2021 – December 31, 2021 which disclosed and published on the Stock Exchange of Thailand and the Company’s website. It turns out that there is no shareholder proposing both agenda and qualified candidates.

The Chairman proceeded the 2022 Annual General Meeting of Shareholders with the following agenda:

Agenda 1 To consider certifying the minutes of the 2021 Annual General Meeting of Shareholders, which was held on 22 April 2021

The Chairman informed the Meeting that, the 2021 Annual General Meeting of Shareholders on 22 April 2021, the Minutes of the Meeting was submitted to the Stock Exchange of Thailand and the Ministry of Commerce on a timely basis and was published in the Company’s website, The Board of Directors has recommended that the minutes of the 2021 Annual General Meeting of Shareholders, be adopted because they were accurately recorded.

The Facilitator gave the shareholders an opportunity to raise questions or express opinions, No shareholders raised any questions or expressed any opinions. The Facilitator, therefore, asked the Meeting to proceed with the vote casting. The voting result is summarized as follows:

For this agenda item, there were 372 shareholders attending the Meeting, representing 686,130,084 votes.

Approved	686,130,084	votes,	100.0000	percent
Disapproved	0	votes,	0.0000	percent
Abstained	0	votes,	0.0000	percent
Voided	0	votes,	0.0000	percent

Resolution: The Meeting resolved, by the majority vote of the shareholders attending the Meeting and eligible to vote, that the minutes of the 2021 Annual General Meeting of Shareholders, which was held on 22 April 2021. be adopted.

**Agenda 2 To consider acknowledging the Company's operating results for the year 2021**

The Facilitator asked Ms. Sutida Mongkolsuthree, Chief Executive Officer, to report the operational results for the year 2021 to the shareholders

The Chief Executive Officer reported summarized the Company's operating results for the year 2021 for the Meeting's acknowledgement as follows:

Overview of Financial Operating Results

Unit : Million Baht	YTD		YoY%
	2021	2020	
Total Revenue	37,085	32,149	15.36%
Gross Profit	1,784	1,408	26.70%
Net Profit	857	642	33.43%
Net Profit%	2.31	2.00	0.31%
Avg. Collection Period (Days)	50	60	<10
Avg. Payment Period (Days)	31	29	> 2 Day
Avg. Inventory Period (Days)	27	32	< 5 Days
Cash Cycle (Days)	47	62	< 15 Days
D/E (x)	1.86	1.56	> 0.30

Highlights for the year 2022**VISION MISSION**

“To be the No.1 IT Ecosystem in Thailand, Making people's lives better and easier with technology”

MISSION

- Being committed to achieving customer satisfaction together giving importance to delivering quality products and services to satisfy its customers and clients.
- Being committed to developing creative thinking and innovation, as well as to making use of the latest modern and advanced technology or applications in managing its businesses development so as to sustainably increase overall business effectiveness.
- Being committed to creating a knowledge-based culture within the organization, so as to engage all its staff in developing and growing together with the Company and also to facilitate a mutually happy work environment.
- Being committed to paying attention to as well as acting in a fully responsible manner towards the community, society as a whole and also the environment, so as to achieve ongoing business sustainability.
- Being committed to creating economic value together with delivering trust and confidence with regards to conducting its businesses in accordance with the principles of good governance, as well as to being an organization that delivers positive financial returns to all involved Stakeholder groups in an equitable manner.

The Company adheres to conduct business under the principles of good corporate governance and operates its businesses ethically and responsibly in accordance with the Sustainable Development Goals in parallel with its commitment towards communities, society, and environments to promote and extend the development of society with access to quality technology and innovation. towards sustainable growth.



In 2020, The Company has a strategy to expand its business from upstream to downstream, such as building a house brand in the world's trendiest products through the brand S-GEAR expanding the product portfolio, including more comprehensive solutions and services, aiming to be one of the IT markets Especially in the IT Distributor group and expanding to be the number one in the IT Ecosystem, which is expected to generate revenue growth of at least 15% and maintain a high gross profit. and expanding cooperation with business partners that can connect to the strength of being the No. 1 IT Ecosystem in the future.

Resolution: The Meeting acknowledged the report on the Company's operating results for the year 2021.

Agenda 3 To consider approving the audited Financial Statements for the year ended 31 December 2021

The Chairman informed the Meeting that, according to the Public Company Limited Act, B.E. 2535 and Article 56 in the Company's Articles of Association, the Company has provided the Balance Sheet and Income Statement ended 31 December 2021, which have been audited and certified by the Company's Auditor. The Board of Directors proposes the Shareholders' Meeting to consider and approve the abovementioned information. The Board of Directors has agreed to present the Company's financial statements for the year ended 31 December 2021, which have been audited and certified by the Auditor from KPMG Phoomchai Audit Co., Ltd. and reviewed by the Company's Audit Committee, demonstrating the financial status of the Company during the year 2021.

Consolidated Financial Statements		Fiscal Year ended 31 December 2021
Total Asset	(Million Baht)	11,286.83
Total Liabilities	(Million Baht)	7,345.84
Total Income	(Million Baht)	37,085.38
Net Profit	(Million Baht)	860.19
Basic earnings per share	(Baht)	1.02

The Facilitator gave the shareholders an opportunity to raise questions or express opinions, No shareholders raised any questions or expressed any opinions. The Facilitator, therefore, asked the Meeting to proceed with the vote casting. The voting result is summarized as follows:

For this agenda item, there were 372 shareholders attending the Meeting, representing 686,130,084 votes.

Approved	686,082,484	votes,	99.9931	percent
Disapproved	47,600	votes,	0.0069	percent
Abstained	0	votes,	0.0000	percent
Voided	0	votes,	0.0000	percent

Resolution: The Meeting resolved, by the majority vote of the shareholders attending the Meeting and eligible to vote, that the audited Financial Statements for the year ended 31 December 2021 be approved by the certified public accountant, as proposed.

**Agenda 4 To consider approving the appropriated of net profit and dividend payment for the year 2021**

The Chairman informed the Meeting that, according to the Public Company Limited Act, B.E. 2535(as amended) and Article 49 in the Company's Articles of Association, the payment of annual dividend shall be approved by the shareholders' meeting, the Board of directors may pay interim dividend to the shareholders from time to time if the Company has the profits to justify such payment after the interim dividend has been paid, the matter shall be reported to the shareholders at the next shareholders' meeting. According to Article 51 in the Company's Articles of Association, the Company is required to allocate not less than 5 percent of the year-ended net profit, after deducting retained losses (if any), as legal reserves until reaching a minimum of 10 percent of the total registered capital.

At present, the Company has the appropriation of profit as legal reserve of Baht 88,000,000 equivalent to 10 percent of the registered capital at the amount of Baht 880,000,000. Furthermore, it is a company policy to distribute dividends at the amount of not less than 40 percent of the Company's net profit after tax and other reserves.

The Board of Directors has agreed to propose the Annual General Meeting of Shareholders to consider and approve the distribution of the dividend payment for the year 2021 at THB 0.70 per share, amounting to approximately THB 593.15 million. The company has already made an interim dividend payment for the first-half year operating of 2021 on 3 September 2021 at THB 0.18 per share. The remaining 2021 dividend at THB 0.52 per share. The dividend payments for the year 2021 are in accordance with the Company's policy.

The Board of Directors has agreed that the date to determine the name of shareholders who are entitled to receive dividend (Record Date) will be on March 11, 2022. The dividend payment date is schedule on 5 May 2022. The dividend payment comparison within the past as follows:

Description	2021 (Proposal)	2020	2019
1. Net Profit from Separate Financial Statements (MB)	791.88	610.94	485.28
2. Issued and paid-up share capital (Million Share)	847.36	847.36	847.36
3. Earnings per share (Baht/Share)	0.93	0.72	0.59
4. Dividend Payment (Baht/Share)	0.70	0.54	0.47
• Interim Dividend no.1 (Baht/Share)	0.18	0.14	0.15
• Interim Dividend no.2 (Baht/Share)	-	-	0.32
• Annual Dividend (Baht/Share)	0.52	0.40	-
• Stock dividend payment per share (Existing Share/ Dividend Share)		-	-
5. Total Dividend Payment (Million Baht)	593.15	457.58	398.26
6. Dividend Payment Ratio (%)	74.90%	74.90%	82.07%



The Facilitator gave the shareholders an opportunity to raise questions or express opinions, No shareholders raised any questions or expressed any opinions. The Facilitator, therefore, asked the Meeting to proceed with the vote casting. The voting result is summarized as follows:

For this agenda item, there were 372 shareholders attending the Meeting, representing 686,130,084 votes.

Approved	686,130,084	votes,	100.0000	percent
Disapproved	0	votes,	0.0000	percent
Abstained	0	votes,	0.0000	percent
Voided	0	votes,	0.0000	percent

Resolution: The Meeting resolved, by the majority vote of the shareholders attending the Meeting and eligible to vote, to approve the appropriated of net profit and dividend payment for the year 2021, as proposed.

Agenda 5 To consider approving the election of the directors to replace those who are retired by rotation

The Facilitator asked , Mr. Puttipan Tayarachkul, Director and Corporate Secretary, to report the election of the directors to replace those who are retired by rotation to the shareholders

The Director and Corporate Secretary informed the Meeting that, according to the Public Company Limited Act, B.E. 2535 and Article 18 in the Articles of Association of the Company, one-third of the directors of the Company shall retire by rotation at the event of each Annual General Meeting of Shareholders. If the number of directors cannot be equally divided into three parts, the number of directors closest to one-third shall retire. In the each of the following years, the directors who have been in office the longest shall retire.

During the period October 1, 2021 – December 31, 2021, the Company provided an opportunity for shareholders to propose agenda and nominate candidates to be proposed for the appointment as the Company’s Director which disclosed and published on the Stock Exchange of Thailand and the Company’s website. It turns out that there is no shareholder proposing both agenda and qualified candidates.

The Board of Directors have agreed to propose the Shareholders’ Meeting to consider to electing 4 directors who are all due to retire by rotation to resume their directorship of the Company for another office’s term as it is deemed that these proposed candidates have been selected through the nomination procedure of the Board of Directors as their qualifications are valuable and constantly provided comments beneficial to the Company. Further, for an independent director, the Board has considered that the independent directors could provide opinions freely and in accordance with relevant regulations. The directors who are retiring by rotation and appoint in this year are as follows: Mr.Supant Mongkolsuthree, Mr.Tu Shu-Wu, Mrs. Rawitha Pongnuchit and Mr. Boontuck Wungcharoen.

The Facilitator gave the shareholders an opportunity to raise questions or express opinions, No shareholders raised any questions or expressed any opinions. The Facilitator, therefore, asked the Meeting to proceed with the vote casting. The voting on the election of the abovementioned directors by person as follows:

**5.1 To appoint Mr. Supant Mongkolsuthree (Chairman) a director, to hold office for another term**

For this agenda item, there were 372 shareholders attending the Meeting, representing 686,130,084 votes.

Approved	671,293,811	votes,	97.8377	percent
Disapproved	14,836,273	votes,	2.1623	percent
Abstained	0	votes,	0.0000	percent
Voided	0	votes,	0.0000	percent

Resolution: The Meeting resolved, by the majority vote of the shareholders attending the Meeting and eligible to vote, to approve Mr. Supant Mongkolsuthree be appointed to hold office as a director for another term.

5.2 To appoint Mr. Tu, Shu-Wu a director, to hold office for another term

For this agenda item, there were 373 shareholders attending the Meeting, representing 686,195,084 votes.

Approved	671,358,811	votes,	97.8379	percent
Disapproved	14,836,273	votes,	2.1621	percent
Abstained	0	votes,	0.0000	percent
Voided	0	votes,	0.0000	percent

Resolution: The Meeting resolved, by the majority vote of the shareholders attending the Meeting and eligible to vote, to approve Mr. Tu, Shu-Wu be appointed to hold office as a director for another term.

5.3 To appoint Mrs. Rawittha Pongnuchit (Independent Director) a director, to hold office for another term

For this agenda item, there were 373 shareholders attending the Meeting, representing 686,195,084 votes.

Approved	650,540,220	votes,	94.8040	percent
Disapproved	35,654,864	votes,	5.1960	percent
Abstained	0	votes,	0.0000	percent
Voided	0	votes,	0.0000	percent

Resolution: The Meeting resolved, by the majority vote of the shareholders attending the Meeting and eligible to vote, to approve Mrs. Rawittha Pongnuchit be appointed to hold office as a director for another term.

5.3 To appoint Mr. Boontuck Wungcharoen (Independent Director) a director, to hold office for another term

For this agenda item, there were 373 shareholders attending the Meeting, representing 686,195,084 votes.

Approved	671,358,811	votes,	97.8379	percent
Disapproved	14,836,273	votes,	2.1621	percent
Abstained	0	votes,	0.0000	percent
Voided	0	votes,	0.0000	percent

Resolution: The Meeting resolved, by the majority vote of the shareholders attending the Meeting and eligible to vote, to approve Mr. Boontuck Wungcharoen be appointed to hold office as a director for another term.

**Agenda 6 To consider approving the remuneration of the Company's directors, the Audit Committee's member and Sub-Committees' member for the year 2022**

The Chairman informed the Meeting that, according to the Public Company Limited Act, B.E. 2535 and Article 34 in the Articles of Association of the Company, directors are eligible to receive payment from the Company in the form of allowance, remuneration, reward, bonus or other benefits in accordance with the Articles of Association of the Company or the Shareholders' Meeting. The Shareholders' Meeting may fix the payment, or set out guidelines for the remunerations each year, or set out conditions which will take effect until revised. Above and beyond that, the directors shall get remuneration as specified in the Company's regulation. However, this aforementioned payment shall not affect the Company's employees which are elected as the Company's directors. The benefits received as the Company's employees shall remain in any case.

The Board of Directors agrees to propose the Shareholders' Meeting to consider approving the remuneration of the Company's directors, Audit Committee's members and Sub-Committees' members for the year 2022 at the total amount not exceeding THB 4,500,000. For transparency as per the normal practice of good corporate governance, it is considered appropriate by the Board of Directors to propose the Shareholders' Meeting for consideration the following 2022 remunerations of the directors, Audit Committee's members, and Sub-Committees' members of the Company:

Remuneration of the Company's directors/ Audit's Committee's members/ Sub-committees' members	Position	2022 (Year of Proposal) (THB/Meeting)	2021 (THB/Meeting)
1. Company's directors	Chairman	60,000	60,000
	Director	30,000	30,000
2. Audit's Committee's members	Chairman	40,000	40,000
	Member	30,000	30,000
3. Nomination and Remuneration Committee	Chairman	30,000	30,000
	Member	25,000	25,000
4. Corporate Governance Committee	Chairman	25,000	25,000
	Member	20,000	20,000
5. Legal Risk Management Committee	Chairman	25,000	25,000
	Member	20,000	20,000
6. Operational Risk Management Committee	Chairman	25,000	25,000
	Member	20,000	20,000
Total Remunerations for the Company's directors/ Audit's Committee's members/ Sub-Committees' members		Not exceeding 4,500,000 THB	Not exceeding 4,500,000 THB

Remark: Executive members of the Committees (item no.3–6) shall not be remunerated from the meeting attendance.

The Facilitator gave the shareholders an opportunity to raise questions or express opinions, No shareholders raised any questions or expressed any opinions. The Facilitator, therefore, asked the Meeting to proceed with the vote casting. The voting result is summarized as follows:

For this agenda item, there were 373 shareholders attending the Meeting, representing 686,195,084 votes.

Approved	686,195,084	votes,	100.0000	percent
Disapproved	0	votes,	0.0000	percent
Abstained	0	votes,	0.0000	percent
Voided	0	votes,	0.0000	percent

Resolution: The Meeting resolved, by the vote of no less than two-thirds of the total votes of the shareholders attending the Meeting, that the remuneration of the Board of Directors for the year 2022 of not exceeding THB 4,500,000 per annum.

**Agenda 7 To consider approving the appointment of the Company's auditor and their remuneration for the year 2022**

The Facilitator asked, Mrs. Rawittha Pongnuchit, Audit Committee's Member, to the appointment of the Company's auditor and their remuneration for the year 2022 to the shareholders

The Director and Corporate Secretary informed the Meeting that, according to the Public Company Limited Act, B.E. 2535 and Article 59 in the Articles of Association of the Company, the appointment of the Company's external auditors and the audit fees must be approved at the annual general meeting of shareholders. In compliance with the Notification of the Capital Market Supervisory Board, the auditor may be re-appointed for not more than 7 fiscal years and the Company may re-appoint a former auditor after that auditor has not been the Company's auditor for at least 5 consecutive fiscal years.

As proposed by the Audit Committee, it is considered appropriate by the Board of Directors to propose the Shareholders' Meeting to consider approving the following certified public accountants from KPMG Phoomchai Audit Co., Ltd. to be chosen as the Company's Auditor for the year 2022:

<u>Name of Auditor</u>	<u>CPA Registration No.</u>	<u>Number of Audited year</u>
1. Mr. Banthit Tangpakorn	8509	2 Year (2020 – 2021)
2. Ms. Marisa Tharathornbunpakul	5752	3 Years (2016-2017, 2019)
3. Mr. Watchara Pattarapitak	6669	1 Year (2018)

The Board of Directors also agrees to propose the Shareholders' Meeting to consider approving the Auditor's remuneration from auditing the Company and the Subsidiary for the year 2022 at the amount totaling THB 2,810,000, increasing THB 200,000 or 7.66%, when compared to their remuneration for the year 2021. The aforementioned certified public accountants do not have any relationship with the Company or the Subsidiary or Management or any shareholder of the Company.

Comparison of the Auditor's remuneration within the past 2 years

	2022 (Year of Proposal)	2021	Increase in Remuneration from the Previous Year
Company's Auditor	KPMG Phoomchai Audit Co., Ltd.	KPMG Phoomchai Audit Co., Ltd.	THB 200,000 or 7.66%,
Remuneration from auditing the Company and the subsidiary	2,810,000	THB 2,610,000	

Remark: The abovementioned remuneration excludes the expenditure incurred with respect to traveling expense, upcountry accommodation, allowance, and other expenses.

The Facilitator gave the shareholders an opportunity to raise questions or express opinions, No shareholders raised any questions or expressed any opinions. The Facilitator, therefore, asked the Meeting to proceed with the vote casting. The voting result is summarized as follows:

For this agenda item, there were 373 shareholders attending the Meeting, representing 686,195,084 votes.

Approved	686,195,084	votes,	100.0000	percent
Disapproved	0	votes,	0.0000	percent
Abstained	0	votes,	0.0000	percent
Voided	0	votes,	0.0000	percent

Resolution: The Meeting resolved, by the majority vote of the shareholders attending the Meeting and eligible to vote, that the appointment of auditors and the determination of the audit fee for the year 2022 be approved, as proposed.

**Agenda 8 To consider approving the issuance and offering of warrants to purchase ordinary shares of the Company issued to directors, executives, and employees of the Company**

The Chairman informed the Meeting that, the issuance and offering of warrants to purchase ordinary shares of the Company issued to directors, executives, and employees of the Company, The Company at this time motivate and reward the personnel who have contributed to the success of the Company to have a strong commitment and sense of ownership and growth of the Company and to keep crucial personnel to work with the Company for the long term. It is also a tool to motivate knowledgeable, competence and experience people to work with the Company which will benefit business operations and create sustainability for the Company operations. As a result, the Company would have satisfied operating results and the maximum benefit to the Company and shareholders.

In order to comply with the Notification of the Capital Market Supervisory Board No. TorChor. 32/2551 Re: The Offering of Newly issued Securities to Directors and Employees of the Company to Ms. Sutida Mongkolsuthree Chief Executive Officer, Director, Chief Executive Officer, Chairman of the Corporate Governance Committee, Member of Operation Risk Management and Member of Legal Risk Management Committee of the company, which not exceeding 5 percent of the total Warrants, the Company shall present to the Shareholders' Meeting to consider and approve such allocation individually, the preliminary details are as follows:

Name	Position	Allocation Number of Warrants Issued (units)
Ms. Sutida Mongkolsuthree	Chief Executive Officer, Director, Present Chief Executive Officer, Chairman of the Corporate Governance Committee, Member of Operation Risk Management and Member of Legal Risk Management Committee	not exceeding 395,000 units (not exceeding 5 percent)

In this regard, the Nomination and Remuneration Committee or Company's Executive Committee or a person assigned by the Nomination and Remuneration Committee or the Company's Executive Committee are authorized to determine the list of executives and/or employees who are entitled to be allocated the Warrants and the number of the Warrants in accordance with the criteria and methods for the allocation of Warrants to purchase the Company's ordinary shares as approved by the Shareholders' Meeting and within the scope of powers prescribed by applicable laws or regulations.

The Board has agreed to propose the Shareholders' Meeting to consider approving the issuance and offering of warrants to purchase ordinary shares of the Company issued to directors, executives, and employees of the Company in the amount not exceeding than 8,000,000 units with the term of warrants of not exceeding 5 years and propose the Shareholders' Meeting to consider approving allocation of warrants to Ms. Sutida Mongkolsuthree, to motivate and remain with the company in the long term, and to encourage the participation in the ownership of the company, so that he may perform with devotion and for the utmost benefits of the company in the long term, including authorizing persons to proceed with the relevant actions



The Facilitator gave the shareholders an opportunity to raise questions or express opinions. No shareholders raised any questions or expressed any opinions. The Facilitator, therefore, asked the Meeting to proceed with the vote casting. The voting result is summarized as follows:

For this agenda item, there were 373 shareholders attending the Meeting, representing 686,195,084 votes.

Approved	633,493,841	votes,	92.3198	percent
Disapproved	52,701,243	votes,	7.6802	percent
Abstained	0	votes,	0.0000	percent
Voided	0	votes,	0.0000	percent

Resolution: The Meeting resolved, by the amount not less than three-fourths of shareholders attending and having the right to vote, to approve the issuance and offering of warrants to purchase ordinary shares of the Company issued to directors, executives, and employees of the Company, as proposed.

Agenda 9 To consider approving the reduction of the Company’s registered capital by cancelling unsold ordinary shares and the Amendments to Clause 4 of the Company’s Memorandum of Association

The Chairman informed the Meeting that, the reduction of the Company’s registered capital by cancelling unsold ordinary shares and the Amendments to Clause 4 of the Company’s Memorandum of Association In relation to Agenda No. 8 regarding the approval of issuance and offering of warrants to purchase ordinary shares of the Company issued to directors, executives, and employees of the Company, the Company is required to decrease its registered capital to support the Program according to Sections 136 and 139 of Limited Public Company Act B.E. 2535 (as amended) in the amount of Baht 32,638,794 from Baht 880,000,000 to Baht 847,361,206 by 32,638,794 cancelling unsold ordinary shares with a par value of Baht 1.00 per share.

To be consistent with the decrease in the registered capital, the Article 4 of the Memorandum of Association should be amended as follows:

“Article 4 Registered Capital: Baht 847,361,206

(Eight hundred forty-seven million, three hundred and sixty-one thousand two hundred and six baht)

Divided into: 847,361,206 shares

(eight hundred forty-seven million three hundred sixty-one thousand two hundred and six shares)

At Par Value of: Baht 1 (One Baht)

Divided into Common Shares : 847,361,206 shares

(eight hundred forty-seven million three hundred sixty-one thousand two hundred and six shares)

Preferred Shares : - shares”



The Board has agreed to propose the Shareholders' Meeting to consider approving the reduction of the Company's registered capital by from the existing registered capital of THB 880,000,000 by cancelling 32,638,794 unsold ordinary shares with a par value of THB 1.00 per so that the registered capital of the company equal to the paid-up capital of 847,361,206 baht. and approved the Amendments to Clause 4 of the Company's Memorandum of Association to be consistent with the reduction of the Company's registered capital.

The Facilitator gave the shareholders an opportunity to raise questions or express opinions, No shareholders raised any questions or expressed any opinions. The Facilitator, therefore, asked the Meeting to proceed with the vote casting. The voting result is summarized as follows:

For this agenda item, there were 373 shareholders attending the Meeting, representing 686,195,084 votes.

Approved	642,082,014	votes,	93.5714	percent
Disapproved	44,113,070	votes,	6.4286	percent
Abstained	0	votes,	0.0000	percent
Voided	0	votes,	0.0000	percent

Resolution: The Meeting resolved, by the vote of no less than three-fourths of shareholders attending and having the right to vote, to approve the reduction of the Company's registered capital by from the existing registered capital of THB 880,000,000 by cancelling 32,638,794 unsold ordinary shares with a par value of THB 1.00 per so that the registered capital of the company equal to the paid-up capital of 847,361,206 baht. and approved the Amendments to Clause 4 of the Company's Memorandum of Association to be consistent with the reduction of the Company's registered capital.

Agenda 10 To consider approving the increase of the Company's registered capital and the Amendments to Clause 4 of the Company's Memorandum of Association

The Chairman informed the Meeting that, the increase of the Company's registered capital and the Amendments to Clause 4 of the Company's Memorandum of Association In relation to Agenda No. 8 regarding the approval the issuance and offering of warrants to purchase ordinary shares of the Company issued to directors, executives, and employees of the Company, the Company is required to increase its registered capital of Baht 8,000,000 from Baht 847,361,206 to Baht 855,361,206 by issuing 8,000,000 ordinary shares at par value of Baht 1 per share to accommodate the Company Program.

To be consistent with the increase in the registered capital, the Article 4 of the Memorandum of Association should be amended as follows:

“Article 4 Registered Capital: Baht 855,361,206

(Eight hundred fifty-five million three hundred sixty-one thousand two hundred and six baht)

Divided into: 855,361,206 shares

(Eight hundred fifty-five million three hundred sixty-one thousand two hundred six shares)

At Par Value of: Baht 1 (One Baht)

Divided into Common Shares : 855,361,206 shares

eight hundred fifty-five million three hundred sixty-one thousand two hundred six shares)

Preferred Shares : - shares”



The Board has agreed to propose the Shareholders' Meeting to consider approving the increase of the Company's capital by an additional amount of Baht 8,000,000 from the existing registered capital of Baht 847,361,206 to be a new registered capital of Baht 855,361,206 by issuing 8,000,000 ordinary shares with a par value of Baht 1 each to accommodate the exercise of the warrants to purchase ordinary shares of the Company that will be allocated to the executives (including the executives who are directors of the Company) and/or employees of the Company and approved the Amendments to Clause 4 of the Company's Memorandum of Association to be consistent with the increase of the Company's registered capital.

The Facilitator gave the shareholders an opportunity to raise questions or express opinions. No shareholders raised any questions or expressed any opinions. The Facilitator, therefore, asked the Meeting to proceed with the vote casting. The voting result is summarized as follows:

For this agenda item, there were 373 shareholders attending the Meeting, representing 686,195,084 votes.

Approved	641,514,414	votes,	93.4886	percent
Disapproved	44,680,670	votes,	6.5114	percent
Abstained	0	votes,	0.0000	percent
Voided	0	votes,	0.0000	percent

Resolution: The Meeting resolved, by the amount not less than three-fourths of shareholders attending and having the right to vote, to approve the increase of the Company's capital by an additional amount of Baht 8,000,000 from the existing registered capital of Baht 847,361,206 to be a new registered capital of Baht 855,361,206 by issuing 8,000,000 ordinary shares with a par value of Baht 1 each to accommodate the exercise of the warrants to purchase ordinary shares of the Company that will be allocated to the executives (including the executives who are directors of the Company) and/or employees of the Company and approved the Amendments to Clause 4 of the Company's Memorandum of Association to be consistent with the increase of the Company's registered capital.

Agenda 11 Others matters

No shareholders proposed any other matter for consideration.

The Facilitator, then, gave the Meeting an opportunity to raise questions or express opinions

No shareholders proposed any further matters for consideration. The Chairman then expressed his appreciation to all shareholders for their suggestions which would be beneficial to the Company, and declared the Meeting adjourned at 11.05 hrs.

(Signed)

-Signed-

(Mr. Supant Mongkolsuthree) Chairman of the Meeting
Chairman

(Signed)

Signed-

(Mr. Puttipan Tayarachkul)
Director and Corporate Secretary