

(Translation)

Minutes of the Annual General Meeting of Shareholders No. 20/2023 via Electronic Means

Thai Optical Group Public Company Limited

Time and Place

The Meeting was held on Wednesday April 5th, 2023 time at 10:00am, broadcasting from the Optic Gallery of the Thai Optical Company Limited Bangbuathong Nonthaburi, via electronic mean only, through the E-Meeting Platform of the Digital Access Platform Co., Ltd. The E-AGM platform, the Company uses, complies with the Emergency Decree on Electronic Meetings, B.E.2563 (2020) and the Standard for Maintaining Security of Meetings via Electronic Means Notification by the Ministry of Digital Economy and Society.

Directors attended the meeting at the Optic Gallery

1. Sawang Prachartam, PhD Chairman of the Board
2. Mr. Phairuch Mekarporn Independent Director / Chairman of the Nomination and Remuneration Committee
3. Mr. Banchong Chittchang Independent Director / Chairman of the Business Strategic Committee
4. Assoc.Prof.Dr. Wicha Jiwalai Independent Director
5. Mrs. Pornpun Thotrakul Non-Executive Director
6. Ms. Wichit Thaveeprechachat Non-Executive Director
7. Mr. Torn Prachartam Executive Director / Chief Executive Officer (CEO)
8. Mrs. Amolrat Prachartam Executive Director / Chief Administrative Officer (CAO) / Company Secretary

Directors attended the meeting via electronic means

1. Mr. David Andrew Cross Non-Executive Director

Absent Directors

1. Mr. Paul Bryan Fussey Non-Executive Director
2. Mr. Singh Tangtatswas Independent Director / Chairman of the Audit Committee

Vacate Office from November 6th, 2022

- 1 Mr. Sarote Prachaktam Non-Executive Director (deceased)

Other attendees attended the meeting

1. Mr. Chaiwat Chittikun Chief Operating Officer (COO)
2. Ms. Jirasuda Sumpaotong Chief Financial Officer (CFO)
3. Ms. Nuchjarin Boonsermsuk Head of Internal Audit
4. Ms. Siriporn Phol-Uayporn Head of Human Resource Division

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| 5. Ms. Jirawan Namnart | Investor Relations |
| 6. Mr. Patchya Kawaree | Shareholder Representative |
| 7. Mr. Chayut Watcharachinvong | Auditor from EY Office Limited |
| 8. Ms. Chanatip Wittayakul | Representative from Thai Investors Association |

The meeting commenced at 10:00 hrs.

Dr. Sawang Prachartam, Chairman of the Board of Directors, presided as Chairman of the Meeting (the Chairman) had welcomed and conveyed gratitude to all shareholders and proxies. The Chairman announced that there were shareholders and proxies who attended the Meeting hereunder:

Total Shares	474,318,000		
	Number of Participants	Number of Shares	%
Attended via online system	31	91,046,793	19.1953
Proxy	38	276,255,631	58.2427
Total	69	367,302,424	77.4380
Minimum shares to constitute a quorum	25	158,106,000	

According to the Company's Article of Association Clause 39 defined that in the meeting of shareholders, the total persons and proxies attended the meeting should not be less than 25 persons and the total numbers of shares should not be less than one third of the total numbers of free float shares of the Company's total paid up shares which was 474,318,000 shares or not less than 158,106,000 shares which were considered forming a quorum.

As above said proportions, the Meeting was therefore considered to form a quorum. The Chairman opened the Meeting. The Chairman appointed Ms. Siriporn Phol-Uayporn, to be the MC of today's meeting.

In accordance with the Company's Articles of Association and the agenda set forth in the invitation letter that the Company has informed the details related to the arrangement of the Annual General Meeting of Shareholders in 3 ways as follows:

1. Sent out the meeting invitation letter via registered letter to all shareholders.
2. Published an advertisement for the Annual General Meeting of Shareholders in the daily newspaper.
3. Published information about the Annual General Meeting of Shareholders to the electronic news of the Stock Exchange of Thailand and the Company's website.

Pursuant to Section 33 of the Public Limited Company Act provides that to cast a vote, each share shall have one Vote. Voting shall be done on the open basis, unless at least five shareholders request to vote by other means. The company has deployed an electronic system to organize the meeting to facilitate the registration, vote counting, as well as using such electronic mean to systematically collect the voting result for each agenda items. Therefore, all shareholders are requested to vote via electronic mean, which the company has sent a detailed instruction manual to the shareholders in advance.

To organize the shareholders meeting in accordance with the good corporate governance principles, the company informs the voting method to the meeting as follows:

First, the Shareholders open the DAP e-Shareholder Meeting system and press the "Vote" button. Then, on each agenda item, select an option, "Agree" or "Disagree" or "Abstain", to cast your vote. The Shareholders must choose to vote within the specified time. If you do not cast your vote, the vote will be counted as "Agree".

The vote counting in every agenda will be based on a majority vote, unless the law requires otherwise. Voting will be divided into 2 categories as follows:

Category 1: Agenda 1, Agenda 3, Agenda 4, Agenda 5, and Agenda 6

These agenda items shall be approved by a simple majority vote of shareholders attending the meeting and casting their votes, excluding abstentions from the calculation base. Shareholders shall consider the election of the Company's directors individually with one-share, one-vote rule.

Category 2: Agenda 7

This agenda item shall be approved by the votes of not less than two-thirds (2/3) of the total votes of the shareholders attending the meeting, including abstentions in the calculation base.

In addition, the Company records video throughout the meeting which can be viewed after the meeting via the Company's website at www.thaiopticalgroup.com.

Agenda 1 Certify the minutes of the 2022 Annual General Meeting of Shareholders

The Company proposed the Meeting to consider and certify the minutes of the Annual General Meeting of Shareholders No. 19/2022 held on 7th April 2022, in which the minutes was prepared within 14 days after the date of the meeting and submitted to the Stock Exchange of Thailand (SET) and the Ministry of Commerce within the period specified by the legislation. The Board of Directors proposed to the Shareholders to certify the minutes of the Annual General Meeting of Shareholders No. 19/2022 as such reports are correct and appropriate.

The Company opened opportunity to the shareholders to ask questions. There were no questions from the shareholders. The Company requested the Meeting consider and certify the Minutes of the Meeting.

Resolution: The quorum resolved to certify the minutes of the Annual General Meeting of Shareholders No. 19/2022 which was held on 7th April 2022 as proposed, by a simple majority vote of shareholders attending the meeting and casting their votes, excluding abstentions from the calculation base as follows:

Agenda Item 1 Certify the minutes of the 2022 Annual General Meeting of Shareholders

Summary of voting results		
	จำนวนเสียงที่ลงมติ (Number of Votes)	ร้อยละ (Percentage)
เห็นด้วย (Agree)	367,302,424	100.0000
ไม่เห็นด้วย (Disagree)	0	0
งดออกเสียง (Abstained)	0	0
บัตรเสีย (Voided ballot)	0	0
จำนวนรวม (Total)	367,302,424	100.0000

Agenda 2 Acknowledge the Company's 2022 Operating Results

Report the operating results for the year 2022 to the shareholders as follows;

Vision & Mission Statements:

To become a leading, sustainable, independent manufacturer with a global reputation for consistent service excellence, ease of doing business and supplying best value stock lenses and complete Rx service solutions on time every time.

Corporate Values

We instill the Corporate Values by using an acronym formed by the first letter of the core values “C R A A F T” to deliver “We Craft Better Vision Solutions”.

- Can Do: Operate with a 'Can Do' attitude.
- Right First Time: We strive to execute right first time, on time, every time
- Accountable: We own and solve any customer issue and deliver on our promises.
- Adaptable: We are open and adaptable to change, try to keep things simple.
- Fun: Enjoy and be happy at work.
- Teamwork: Make the best outcome, together.

Business Overview

TOG has a strong track record of over 60 years. Our business is spectacle lens manufacturing and exporting to abroad. 95% of the output are exported. We serve customers around the world in over 50 countries and 6 continents.

2022 Business Result

- In 2022, the Company had Revenue of 2,891 Million THB, 23% increasing from the previous year.
- Gross Profit was 680 Million THB, 29% increasing from the previous year.
- Net Profit was 404 Million THB, 30% increasing from the previous year.
- EBIT-Earning before Interest & Taxes was 438 Million THB, 28% increasing from the previous year.

- EBITDA-Earnings before Interest, Taxes, Depreciation and Amortization was 618 Million THB, 17% increasing from the previous year.

2018-2022 Performance Comparison

- In 2021, the Revenue growth came from an increasing demand for lenses after the COVID-19 Outbreak.
- In 2022, the Revenue growth came from an impact involving the COVID-19 Control Measure in China.

2022 Business by Geography

The following numbers were percentage of the sales to each region;

- 26% Europe
- 34% Australia & New Zealand
- 20% Asia and Africa
- 20% America

Over the past year, the revenue from the Australia and New Zealand region has significantly grown compared to 2021 benefiting from a positive impact involving the COVID Control Measures tightening movement restrictions in China.

Business strategies to expand future growth are as follows

- Expand customer base across all regions.
- Drive the distribution centers that the Company established in the United States and in Europe, to accelerate responsive supply with variety of products.
- Working in the operation aspect, we promote the deployment of automated operations in the production process. Making use of data processing to explore opportunities and possibilities that may exist in the current business, at the same time, we also focus on increasing efficiency in the operation process as well as increasing production capacity.
- To expand the production capacity of the Prescription Lenses business, the Board approved additional investment in the middle of last year. This aims to enable the Company to promptly respond to new business opportunities.
- Develop value creation on the products and modern working solutions to reduce redundant work and to enable business customers to efficiently manage the costs to offer end-consumers to conveniently be able to access quality products and services.

Sustainability Developments

In 2022, the Board approved the renewable energy investment project, for the implementation of a Solar Photovoltaic Rooftop, via a self-financed model. The plan system size is about 1.9 Megawatts-capacity.

Awards and Accreditations

In 2022, the Company received awards and accredited recognitions as follows:

- Be selected as one of the four listed companies in the Consumer Products Sector on the 2022 TH-SI Thailand Sustainability Investment List, by the Stock Exchange of Thailand.
- Received an honorary award of the 2022 Sustainability Disclosure Award from the ThaiPat Institute.
- Received a 4-star or “Very Good” in the Corporate Governance Report of Thai Listed Companies (CGR) by the Institute of Directors, Thailand.
- Received “4-Stars” Tier scoring on the AGM Check List by the Thai Investors Association.
- Listed in the universe of ESG100 Securities for 7 consecutive years.
- Certified the Thai Labor Standard TLS8001:2020 for Complete Level.
- Validated 2022 Carbon Footprint Certificate (CFO) from the TGO-Thailand Greenhouse Gas Management Organization (Public Organization).
- Certified member of the Collective Action Coalition (CAC) against Corruption in the Private Sector, Thailand.

The Company opened the opportunity for shareholders to ask questions related to the previous year's performance, via the DAP meeting platform.

Questions from the shareholder Mr. Prasit Suesatayasilp.

1. How competitive is the market in the US and what are the opportunities in such market?
2. What are the Company's maintenance and investment capital expenditure planned for this year and next year?
3. What is the company's profit margin target, what are action items, and what specific product category is in focus this year?

Answers from the Chief Executive Officer Mr. Torn Prachartam

1. There has been much more competition in the US market. There have been economic situation issues that need to be monitored. As a result, profits may be challenged by such economic issues
2. The framework for a capital expenditure plan generally covers both maintenance and the investment of not more than 15% of the budget. But during these couple of years, the capital expenditure may climb up to 700M-THB from the investment project.
3. The Company had set a 10% growth target. But there have been challenging factors from the market situations. Set the goals close to the previous year. Our subsidiary, TOG Europe, a warehouse in Poland, trying to drive more business in European market, and demonstrated quite well growth in the past year, which has been one of the Company's strategic plans. The Prescription Lenses product segment is anticipated to drive the business growth.

Resolution: The quorum acknowledged the report on the Company's operating results for the year 2022.

Agenda 3 To approve the Statement of Financial Position and Statement of Comprehensive Income ended 31st December 2022 together with the Auditor's Report

Proposed to the shareholders' meeting to consider the statement of financial position and statement of comprehensive income for the year ended December 31, 2022, which can be summarized as follows:

Consolidated Financial Statements (Baht)	As of 31Dec2022	As of 31Dec2021	Change
Total assets	3,302,209,324	2,887,527,134	14%
Total liabilities	1,187,277,623	930,671,757	28%
Total shareholders' equity	2,114,931,701	1,956,855,377	8%
Total revenue	2,979,581,123	2,466,200,450	21%
Net profit	403,617,942	310,120,767	30%
Net profit attributable to the parent company	403,617,942	310,120,767	30%
Basic earnings per share	0.85	0.65	31%

Resolution: The quorum resolved to approve the Statement of Financial Position and Statement of Comprehensive Income ended 31 December 2021 together with the Auditor's Report which had already been audited and certified by the auditors of EY Office Limited and accepted by the Audit Committee, by a simple majority vote of shareholders attending the meeting and casting their votes, excluding abstentions from the calculation base as follows:

Agenda Item 3 Consider and approve the Statement of Financial Position and Statement of Comprehensive Income for the year end 31st December 2022

Summary of voting results

	จำนวนเสียงที่ลงมติ (Number of Votes)	ร้อยละ (Percentage)
เห็นด้วย (Agree)	387,509,724	100.0000
ไม่เห็นด้วย (Disagree)	0	0
งดออกเสียง (Abstained)	0	0
บัตรเสีย (Voided ballot)	0	0
จำนวนรวม (Total)	387,509,724	100.0000

Agenda 4 Consider and approve the dividend payment for the operating result in 2022

The Company has the Dividend Policy to pay at the rate of not less than 40% of the net profit from the consolidated financial statements, after deducting reserves of all types pertaining to laws, and conditions set by the Company. In 2022, the Company has a net profit of 403,617,942 baht, according to the consolidated financial statements. The past 3 years' comparison of dividend payments is shown in the following table.

	Unit	2023	2022	2021
1. Net Profit	Million Baht	403.62	310.12	68.78
2. Less legal reserve of 5%	Million Baht	-	-	-
3. Net profit after legal reserve	Million Baht	403.62	310.12	68.78
4. Paid-up shares	Million Shares	474.318	474.318	474.318
5. Dividend payout (whole year)	Baht/Share	0.60	0.56	0.12
6. Interim dividend payout	Baht/Share	0.17	0.21	Omission
7. Final dividend payout	Baht/Share	0.43	0.35	0.12
8. Total dividend payout	Million Baht	284.59	265.62	56.92
9. Dividend Payout ratio	%	71 %	86 %	83 %

The Shareholders' Meeting considered and approved the allocation of net profit as follows:

1. No need to arrange for the legal reserve from net profit as the current capital reserve has reached the amount required by law.
2. Dividend payment for operating result in 2022 at the rate of 0.60 Baht per share, 474.318 Million Shares and totaling 284.59 Million Baht, details are as follows:
 - (2.1) According to the Approval Resolution of the Board of Directors' Meeting No.106 (5/2022) held on September 9, 2022, the Company made an interim dividend payment (for the operating result from 1 January 2022 to 30 June 2022) at the rate of 0.17 Baht per share, totaling 80.63 Million Baht.
 - (2.2) The dividend payment at this time (for operating result from 1 July 2022 to 31 December 2022) will be at the rate of 0.43 Baht per share, in the amount of 474.318 million shares, totaling 203.96 Million Baht, details as follows:
 - 1) Dividend payment of 166.01 Million Baht or equivalent to 0.35 Baht per share, which shall be paid from the allocation of net profits that is **exempted from corporate income tax**.
 - 2) Dividend payment of 37.95 Million Baht or equivalent to 0.08 Baht per share, which shall be paid from the allocation of net profits with paid corporate income tax at the rate of 20%.
3. The record date to determine the list of shareholders entitled to receive dividend is **Wednesday, 19 April 2023**.
4. The dividend payment shall be made on **Wednesday, 3 May 2023**. However, the dividend is uncertain, as it must be approved by the 2023 Annual General Meeting of Shareholders 2023.
5. The Company's registrar is the Thailand Securities Depository Co., Ltd. (TSD)

The Company opened an opportunity to the shareholders to ask questions. And there were no questions from shareholders. Therefore, the Company asked the meeting to approve as proposed.

Resolution: The quorum resolved to approve the allocation of net profits and annual dividend payment for 2022, and to fix the Record Date for the right to receive dividends as proposed, by a majority vote of shareholders attending the meeting and casting their votes, excluding abstentions from the calculation base as follows:

Agenda Item 4 Consider and approve the dividend payment for the operating result in 2022

Summary of voting results		
	จำนวนเสียงที่ลงมติ (Number of Votes)	ร้อยละ (Percentage)
เห็นด้วย (Agree)	387,508,724	100.0000
ไม่เห็นด้วย (Disagree)	0	0
งดออกเสียง (Abstained)	0	0
บัตรเสีย (Voided ballot)	0	0
จำนวนรวม (Total)	387,508,724	100.0000

Agenda 5 Consider and approve the appointment of auditor(s) and the remuneration for 2023

Section 120 of the Public Limited Companies Act, B.E. 2535 (1992) (including any amendment thereto) and Clause 43 of the Company’s Articles of Association require the Annual General of Shareholders to consider the appointment of auditor and to determine the auditor(s)’s fee every year.

The Audit Committee has considered and proposed to appoint the auditor(s) based on the past performance, experience with the internationally acceptable standards, possession of thorough knowledge and understanding in the businesses of the group of companies. It is deemed appropriate to propose the appointment of EY Office Limited to be the Company’s audit firm and to appoint the following certified public accountants from EY Office Limited, who are the auditors approved by the Office of the Securities and Exchange Commission (“Office of SEC”), to be the Company’s auditors.

Auditor	CPA (Thailand) No.	TOG’s Auditor(s)
1) Mrs. Sarinda Hirunprasurtwutti	4799	2021 - Present or
2) Ms. Kamontip Lertwitworatep	4377	Never be a TOG’s Auditor
3) Ms. Patcharawan Koonarangsri	6650	Never be a TOG’s Auditor

The proposed auditors have no relationship and/or conflicts of interest against the Company, the subsidiaries, the executives, the major shareholders or other related persons thereof. In addition, an order from the Securities and Exchange Commission issued on October 12th, 2005, indicated that the auditor shall be rotated on 5 years-basis. The Board of Directors deems it appropriate to propose the appointment of auditor(s) from EY Office Limited to be the Company’s auditor(s) for another year

The Audit Committee considered it appropriate for the meeting to consider and approve the Audit Fee for the auditing and reviewing the financial statements for the year 2023 of Thai Optical Group Public Company Limited and Thai Optical Co., Ltd., in total amount not more than 2,400,000 Baht for both companies, having an increase of 100,000 Baht from 2022

The Company opened an opportunity to the shareholders to ask questions. And there were no questions from shareholders. Therefore, the Company asked the meeting to approve as proposed.

Resolution: The quorum resolved to approve the appointment of EY Office Limited to be an audit firm for the Company and the Subsidiary Company. The Shareholders' Meeting approved to appoint the following persons from EY Office Limited, who are certified auditors approved by the SEC, to be the Company's auditors.

- (1) Mrs. Sarinda Hirunprasurtwutti, CPA No. 4799 and/or
- (2) Ms. Kamontip Lertwitworatep, CPA No. 4377 and/or
- (3) Ms. Patcharawan Koonarangsri, CPA No. 6650

The Meeting approved the audit fee for 2023 of the Company and its subsidiary in total not exceeding 2,400,000 Baht and other audit expenses as incurred. The agenda item has been approved with a majority vote of the shareholders attending the meeting and casting their votes, excluding abstentions from the calculation base as follows:

Agenda Item 5 Consider and approve the appointment of auditor(s) and the remuneration for 2023

Summary of voting results		
	จำนวนเสียงที่ลงมติ (Number of Votes)	ร้อยละ (Percentage)
เห็นด้วย (Agree)	387,509,724	100.0000
ไม่เห็นด้วย (Disagree)	0	0
งดออกเสียง (Abstained)	0	0
บัตรเสีย (Voided ballot)	0	0
จำนวนรวม (Total)	387,509,724	100.0000

Agenda 6 Consider and approve the election and appointment of directors retired by rotation

Section 71 of Public Limited Companies Act, B.E. 2535 (1992) (including any amendment thereto) and Clause 22 of the Company's Articles of Association require that, at every Annual General Meeting of Shareholders, one-third (1/3) of the directors must retire by rotation. Should the directors be unable to be divided into three parts, the number directors closest to one-third (1/3) of all directors shall retire. In this respect, the retired directors will be eligible for re-election.

At present, the Board of Directors consists of 12 directors. In this Annual General Meeting of Shareholders No. 20/2023, the four (4) directors retiring by rotation are as follows:

- 1) Mr. Wicha Jiwalai Independent Director
Member of Audit Committee
Member of Nomination and Remuneration Committee
- 2) Mr. Banchong Chitchang Independent Director,

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| | Chairman of the Business Strategy Committee |
| | Member of Nomination and Remuneration Committee |
| 3) Mr. Paul Bryan Fussey | Non-Executive Director |
| | Member of Business Strategy Committee |
| 4) Mr. David Andrew Cross | Non-Executive Director |
| | Member of Business Strategy Committee |

The Company made available the opportunity for the shareholders to nominate qualified persons to be elected as directors in advance from October 1st, 2022 to December 31st, 2022, by announcements through the electronic disclosure channel of the Stock Exchange of Thailand and on the Company's website at www.thaiopticalgroup.com. At the end of the period, there was no shareholder nominating any person to be considered for election as a director.

The Nomination and Remuneration Committee, without the interested directors, considered the recruitment and selection of the personnel, who are deserving of being nominated as directors in replacement of the directors, retiring by rotation, and recommended approval on re-electing all of the four directors, who are retiring by rotation, as directors and independent directors for another term, for the following reasons;

- 1) Have professional experience and expertise in various fields of relevant businesses, which are supportive to the Company business and the Board, both in the current and future.
- 2) Provide experienced oversight of the Company's business and contribute practical insight into business strategy and operations, driving growth, building and strengthening corporate culture and supporting the achievement of strategic priorities and objectives.
- 3) Knowledgeable and bringing oversight activities from a variety of economic and competitive environment.
- 4) Consistently performed duties in the past years with useful suggestions to the Board and the Sub-Committees.
- 5) Possess the qualification for the directorship position of the listed company, required by the Company's regulation and the Securities and Exchange Commission regulations.
- 6) The 1st and the 2nd nominated candidates possess the necessary qualification for the directorship, according to the definition of the **Independent Director**, required by the Securities of Exchange Commission. The Board determined it's rigorously necessary that both independent directors continue to serve on the Board, exceeding a cumulative term of nine years from the first day of service, as the directors are professionally experienced with the dynamics and operation of the Board of Directors, and bring useful suggestions and oversight of good corporate governance, which effectively contribute to the Board and the Sub-Committees. This experience well supports the Board and the management's accountability, transparency, and protection of shareholder interests.

The Company opened an opportunity to the shareholders to ask questions. And there were no questions from shareholders. Therefore, the Company proposed to the Shareholders' Meeting to consider approving the re-appointment on each director, who retired by rotation for another term.

Resolution: The quorum resolved to approve the re-election of the four directors who retired by rotation to be re-elected for another term, with a majority vote of shareholders attending the meeting and casting their votes, excluding abstentions from the calculation base. The Meeting considered the election of the Company's directors individually, whereby shareholders have one vote for one share. Individual vote results are summarized as follows.

1) Mr. Wicha Jiwalai has been re-appointed as Independent Director.

Agenda Item 6.1 Mr. Wicha Jiwalai

Summary of voting results		
	จำนวนเสียงที่ลงมติ (Number of Votes)	ร้อยละ (Percentage)
เห็นด้วย (Agree)	386,947,924	99.8564
ไม่เห็นด้วย (Disagree)	556,500	0.1436
งดออกเสียง (Abstained)	0	0
บัตรเสีย (Voided ballot)	0	0
จำนวนรวม	387,504,424	100.0000

2) Mr. Banchong Chitchang has been re-appointed as Independent Director.

Agenda Item 6.2 Mr. Banchong Chitchang

Summary of voting results		
	จำนวนเสียงที่ลงมติ (Number of Votes)	ร้อยละ (Percentage)
เห็นด้วย (Agree)	386,953,224	99.8564
ไม่เห็นด้วย (Disagree)	556,500	0.1436
งดออกเสียง (Abstained)	0	0
บัตรเสีย (Voided ballot)	0	0
จำนวนรวม (Total)	387,509,724	100.0000

3) Mr. Paul Bryan Fussey has been re-appointed as Director

Agenda Item 6.3 Mr. Paul Bryan Fussey

Summary of voting results		
	จำนวนเสียงที่ลงมติ (Number of Votes)	ร้อยละ (Percentage)
เห็นด้วย (Agree)	386,897,324	99.8420
ไม่เห็นด้วย (Disagree)	612,400	0.1580
งดออกเสียง (Abstained)	0	0
บัตรเสีย (Voided ballot)	0	0
จำนวนรวม (Total)	387,509,724	100.0000

4) Mr. David Andrew Cross has been re-appointed as Director

Agenda Item 6.4 Mr. David Andrew Cross

Summary of voting results		
	จำนวนเสียงที่ลงมติ (Number of Votes)	ร้อยละ (Percentage)
เห็นด้วย (Agree)	387,509,724	100.0000
ไม่เห็นด้วย (Disagree)	0	0
งดออกเสียง (Abstained)	0	0
บัตรเสีย (Voided ballot)	0	0
จำนวนรวม (Total)	387,509,724	100.0000

Agenda Item 7 Consider and approve the Board of Directors' remuneration and bonus.

The Section 90 of the Public Limited Companies Act B.E.2353 (1992) (including any amendment thereto) and the Clause 23 of the Company's Article of Association stated that the directors shall receive remuneration in the form of monetary rewards, meeting allowances, lump-sum payment, bonus, and other benefits and welfare pursuant to the Company's regulations and/or by the resolution of the shareholders' meeting with the vote of not less than two-thirds (2/3) of the total number of votes of the shareholders attending the meeting

The Nomination and Remuneration Committee is responsible for the consideration of forms and criteria for directors' remuneration and recommend to the Board of Directors consider and propose to shareholders' meeting. In considering the remuneration of the Company's directors, the Nomination and Remuneration Committee has compared the remuneration payment of other listed companies, having similar size and group of business sectors, duties and responsibilities of the directors, and the Company's previous practice. Therefore, it was deemed appropriate to present to the Board of Directors to consider and propose to the Annual General Meeting of Shareholders for the year 2023 to consider and approve the remuneration of the Company's Directors, the Sub-Committees, and the bonus for the year 2023 in the total amount of not exceeding 16.548 Million Baht, detailed as follows:

- (1) 2023 Annual Remuneration: The Board of Directors comprises twelve (12) director positions. In the amount not exceeding 5.965 Million Baht.
- (2) 2023 Bonus: Consider 2022 operational results in the amount not exceeding 10.583 Million Baht.
- (3) Any other benefits besides the benefits set out in the Company's Articles of Association: None

The Company opened an opportunity to the shareholders to ask questions. And there were no questions from shareholders. Therefore, the Company asked the meeting to approve as proposed.

Resolution: The quorum resolved to approve the fixing of directors' remuneration and bonus for 2023 which shall not exceed Baht 16.548 Million, by the votes of not less than two-thirds (2/3) of the total votes of the shareholders attending the meeting, including abstentions in the calculation base as follows:

Agenda Item 7 Consider and approve the Board of Directors' remuneration and bonus.

Summary of voting results		
	จำนวนเสียงที่ลงมติ (Number of Votes)	ร้อยละ (Percentage)
เห็นด้วย (Agree)	387,509,724	100.0000
ไม่เห็นด้วย (Disagree)	0	0
งดออกเสียง (Abstained)	0	0
บัตรเสีย (Voided ballot)	0	0
จำนวนรวม (Total)	387,509,724	100.0000

Agenda 8 Other matters (if any)

The Company made an invitation to the shareholders to propose agenda in advance for the 2023 Annual General Meeting of Shareholders, between October 1st, 2022 and December 31st, 2022, and there was no such proposal. The Company opened the shareholders an opportunity to ask questions or provide opinions. There was no question or opinion from the shareholders.

The Chairman announced the meeting closed and expressed his gratitude to Chairman of the Audit Committee, Chairman of the Nomination and Remuneration Committee, Chairman of the Business Strategic Committee, Independent Directors, Directors, Auditors, honorable guests, shareholders and proxies for contributing their valuable time to join the meeting.

The meeting adjourned at 11:50 hrs.

(Signed) *Sawang Prachartam, PhD*

Sawang Prachartam, PhD

Chairman of the Meeting