

**The Minutes of the 2022 Annual General Meeting of Shareholders  
of  
Infrasat Public Company Limited**

The 2022 Annual General Meeting of Shareholders of Infrasat Public Company Limited (the “Company”) was held on 20 April 2022, at 14.00 hours, at the Company’s Meeting Room, Floor 2, No. 165/37-39 Ram Intra Road, Anusawari, Bang Khen, Bangkok 10220.

**Members of the Board of Directors present at the Meeting**

- |                                    |   |
|------------------------------------|---|
| 1. Mr. Kampanart Lohacharoenvanich | Chairman of the Board, Independent Director,<br>Audit Committee   |
| 2. Ms. Lalita Hongratanawong       | Independent Director, Audit Committee,<br>Chairman of the Nomination and Remuneration Committee         |
| 3. Mr. Sakboworn Pukkanasut        | Director, Managing Director, Member of the Nomination<br>and Remuneration Committee, Executive Chairman |
| 4. Mr. Metha Chotiapisitkul        | Director, Executive Committee,<br>Deputy Managing Director– General Management                          |
| 5. Mr. Akarawatt Akarasuwannachai  | Director, Executive Committee,<br>Deputy Managing Director - Installation and Service                   |

**Members of the Board of Directors, by teleconference using Electronic Devices**

- |                          |   |
|--------------------------|---|
| 1. Mr. Saran Supaksaran  | Independent Director, Chairman of Audit Committee,<br>Member of the Nomination and Remuneration Committee |
| 2. Mr. Vichien Jearkjirm | Director  |

**Members of the Board of Directors absented the Meeting**

- |                       |          |
|-----------------------|----------|
| 1. Mr. Kasem Techaiya | Director |
|-----------------------|----------|

In this regard, 7 directors have attended the meeting representing 87.50% of the directors.

**Executives present at the Meeting and Other Meeting Attendees**

- |                                    |   |
|------------------------------------|---|
| 1. Ms. Warangkana Techaiya         | Deputy Managing Director – Finance and Accounting,<br>Company Secretary |
| 2. Ms. Kanittha Siripattanasomchai | ANS Audit Co., Ltd.   |
| 3. Ms. Aritaya Thanatheerapong     | ANS Audit Co., Ltd.   |
| 4. Ms. Sitapa kitareewong          | ANS Audit Co., Ltd.   |
| 5. Ms. Chanitta Piyaphanichayakul  | Right Protection Volunteer from Thai Investors Association              |

**The Meeting commenced at 14.00 hours.**

Mr. Kampanart Lohacharoenvanich, Chairman of the Board of Director, presided over the Meeting as the Chairman (the “**Chairman**”) of the Meeting. Then, the Chairman gave welcoming remarks to the directors and the shareholders for attending the meeting.

The Chairman assigned Miss. Achiraya Rabiabnaveenurak, the moderator informed the Meeting, there were totaling 124 shareholders present in person and present by proxy, representing the number of shares totaled 341,240,207 shares or 55.3961 percent of total shares, which constituted a quorum in accordance with the Articles 33 of the Company’s Articles of Association. The constituted quorum of the shareholders’ meeting shall consist of the shareholders and proxies from the shareholders (if any) for at least twenty-five (25) persons or at least one-half of total number of shareholders, whose total counted shares are not less than one-third (1/3) of total number of sold shares, to convene the said meeting.

The moderator informed the Meeting regarding the Covid-19 virus pandemic, and that the Company has been following and has concerned about this current situation. The Company therefore held the Meeting in accordance with the Guidance of the Stock Exchange of Thailand and Department of Disease Control as follows:

- The Company recommended shareholders to appoint the independent director to attend the Meeting in order to reduce the number of attendees.
- The Company provided screening point for temperature monitoring at the entrance of the Company and the meeting room.
- All attendees must complete a risk assessment form for Covid-19 infection.
- The Company provided a handwashing point or alcohol gel adequately in the Meeting venue.
- The Company reduced congestion by arranging a distance between seats not less than 1 meter.

**During the Meeting, the Company requested for cooperation from attendees as follows:**

- Wearing a facemask during the Meeting at all times.
- Sitting at a fixed position to reduce movement.
- Frequently washing hand with hand sanitizer gel provided by the Company.
- Keeping a distance from others of at least 1 meter.

**Procedures for Vote Counting and Report on Voting Results**

**Voting Process**

1. Only shareholders wishing to cast their votes as disapproval or abstention shall be required to indicate a mark in disapproval or abstention vote on the ballots (given to all of the shareholders at the registration) and the Chairman asked the officials to collect the ballots for vote counting, and announced the voting results to the Meeting.
2. Any shareholder who did not cast their votes on the ballots or failed to submit their ballots to the officials would be assumed to have approved the agenda item as proposed by the Chairman.

**Procedures for Vote Counting**

1. The method of voting shall be based on one share one vote and the majority of votes shall be deemed as a resolution except as stated otherwise by law. In the event of an equality of vote, the Chairman shall be entitled to a second or casting vote.
2. For vote counting in each agenda item, disapproval and/or abstention votes shall be deducted from the total number of votes cast by the shareholders present at the Meeting. The remainder of the votes will be counted as approve. The number of votes cast by the proxy has already been included in the Proxy Form. Those votes were recorded at the time of registration.

3. If any shareholder desires to leave the Meeting and already vote on the ballots in advance, please contact the officials, except for their voting in approval.
4. The voting results will be announced for votes as approval, disapproval, abstention and voided ballot. In each agenda item, the quorum will be based on the latest number of shares held by attendants present in the Meeting.

### **Expressing opinions and Asking Questions**

If any shareholder desires to make inquiries or give any comments, please ask the questions and express their opinions relating to the agenda item, if any shareholder wishes to make inquiries or express their opinions irrelevant to the agenda item, please makes inquiries or expresses their opinions after the Meeting has been adjourned, as all of the agenda items had been previously determined, and in order to ensure a smooth order of the Meeting.

With respect to asking questions and expressing opinions, the shareholders shall be required to notify their name, surname, and attendance status e.g. attending in person or by proxy, in order to record the details in the minutes of the Meeting with accuracy and completeness.

The Company would like to clarify the Privacy Notice. Privacy Notice protects personal information for AGM. Shareholders may find more details in the 2022 AGM invitation (Enclosure 8). The company took photographs and recorded video of the meeting as a part of the report and to publicize 2022 Annual General Meeting of Shareholders.

The Company has given an opportunity for the shareholders to be involved in proposing the agenda for the 2022 Annual General Meeting of Shareholders, the names of the candidates to be nominated of the Company's director and the questions in advance, dated 1 November 2021 to 31 January 2022. The Company would like to inform that the proposal period was ended and there was no shareholder to propose the agenda for the 2022 Annual General Shareholder's Meeting and the names of the candidates to be nominated as the Company's director and the questions in advance.

### **For the agenda items of the 2022 Annual General Meeting of Shareholders are as follows:**

- Agenda 1 To certify the Minutes of the Extraordinary General Meeting of Shareholders No.1/2021 held on 6 October 2021.
- Agenda 2 To acknowledge the Company's operating result for the year 2021
- Agenda 3 To consider and approve the Company's financial statements for the year ended 31 December 2021.
- Agenda 4 To consider and approve the appropriation of net profit as a legal reserve and the dividend payment for the year 2021.
- Agenda 5 To consider the election of directors in replacement of those retiring by rotation.
- Agenda 6 To consider the remunerations of the Company's directors for the year 2022.
- Agenda 7 To consider the appointment of the Company's auditor and the determination of the auditor's remuneration for the year 2022.
- Agenda 8 To consider other business (if any).

### **The criteria of the vote casting for each agenda were as follows:**

- Agenda 1, 3, 4, 5 and 7 This agenda must pass a resolution of approval with a majority of the total number of votes of the shareholders who attend the meeting and cast their votes
- Agenda 2 This agenda was for acknowledgement only. Thus, voting was not required.
- Agenda 6 This agenda required approval of not less than two-thirds of the total votes of shareholders who attend the Meeting.
- Agenda 8 There is no vote on this agenda.

Also requested the volunteers act as representatives of the shareholders in witnessing the counting of the ballots, and one shareholder volunteered to witness the vote counting was Mr. Amnat Traiyothi

Therefore, the Chairman declared opening of the Meeting and conducted the Meeting for each of the agenda items as follows;

**The Meeting was commenced as follows:**

**Agenda 1 To certify the Minutes of the Extraordinary General Meeting of Shareholders No.1/2021 held on 6 October 2021.**

The Chairman proposed the Meeting certified the Minutes of the Extraordinary General Meeting of Shareholders No.1/2021 held on 6 October 2021 and the Minutes of the Meeting has been recorded and submitted to the Stock Exchange of Thailand and the Ministry of Commerce within the timeframe prescribed by applicable laws. It was also disclosed in the Company's website (www.infraset.co.th), and there was no any objection or amendment.

The Board of Directors has considered and deemed that such Minutes of the Meeting had been correctly and completely recorded. It is appropriate to propose to the 2022 Annual General Meeting of Shareholders to adopt the Minutes of the Extraordinary General Meeting of Shareholders No.1/2021 held on 6 October 2021.

The MC asked if any shareholder wishes to ask question or express any opinion on this matter. No shareholder asked any question. Therefore, the MC requested the meeting to vote.

**Resolution** The meeting resolved to certify the Extraordinary General Meeting of Shareholders No.1/2021 as proposed by the Board of Directors, with a majority of the total number of votes of the shareholders who attend the meeting and cast their votes. as follows;

Number of shareholders	125 persons	Eligible for	341,266,207 votes
Approved	341,266,207 votes	equivalent to	100 percent
Disapproved	0 votes	equivalent to	0 percent
Abstained	0 votes	equivalent to	0 percent
Voided Ballot	0 votes	equivalent to	0 percent
Total	341,266,207 votes	equivalent to	100 percent

**Agenda 2 To acknowledge the Company's operating result for the year 2021**

The Chairman assigned Mr. Sakboworn Pukkanasut, Executive Chairman to report on the Company's operating results for the year 2021 to the Meeting as follows:

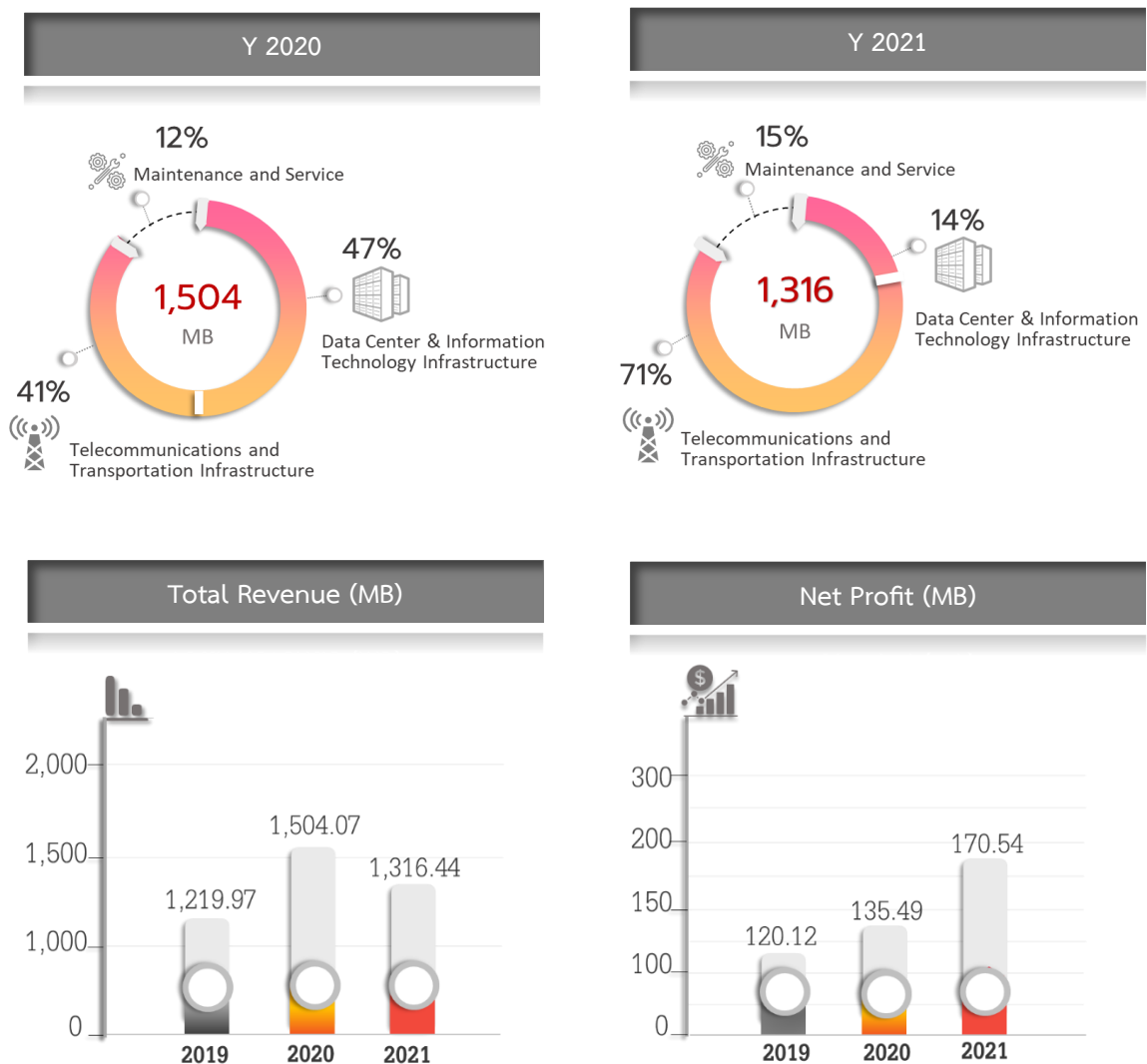
**Company's operating results for the year 2021**

Type	For the Year Ended					
	31 December 2019		31 December 2020		31 December 2021	
	MB	%	MB	%	MB	%
1. Data Center & Information Technology Infrastructure	1,059.23	86.82	703.90	46.80	179.69	13.65
2. Telecommunications and Transportation Infrastructure	110.44	9.05	623.61	41.46	936.01	71.10
3. Maintenance and Service	46.95	3.85	173.44	11.53	199.55	15.16
4. Other Income	3.35	0.28	3.12	0.21	1.19	0.09
<b>Total Revenue</b>	<b>1,219.97</b>	<b>100.00</b>	<b>1,504.07</b>	<b>100.00</b>	<b>1,316.44</b>	<b>100.00</b>

For 2019-2021, the overall operation of Infraset Public Company Limited has been continuously grown both in terms of net profit and revenue from services, which count for more than 99% of total revenues. The major revenues of the Company were derived from three core businesses consisting of data center and information technology infrastructure business, telecommunications and transportation infrastructure business, and maintenance and service business.

In 2021, the Company’s main revenues were derived from telecommunications and transportation infrastructure business of Baht 936.01 million, data center and information technology infrastructure business of Baht 179.69 million, and maintenance and service business of Baht 199.55 million, respectively.

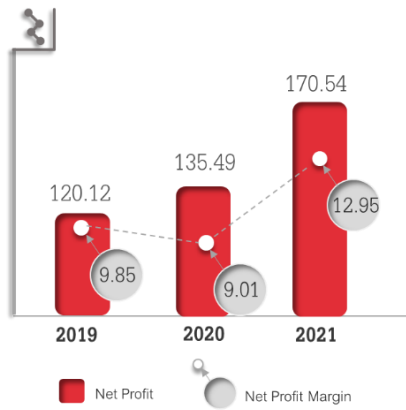
Proportion of income for the year 2021 : 71% for telecommunications and transportation infrastructure business, 14% for data center and information technology infrastructure business, and 15% for maintenance and service business as follows:



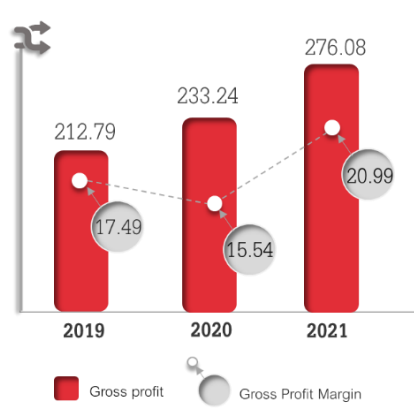
**Total Revenue (MB) :** In 2019-2021, the Company’s total revenues amounted to Baht 1,219.97 million, Baht 1,504.07 million, and Baht 1,316.44 million respectively.

**Net Profit (MB) :** In 2019-2021, The Company’s net profit amounted to Baht 120.12 million, Baht 135.49 million, and Baht 170.54 million, respectively.

Net profit (MB) and Net profit Margin (%) Yearly

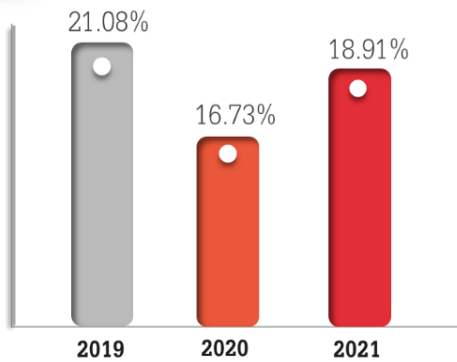


Gross profit (MB) and Gross profit Margin (%) Yearly

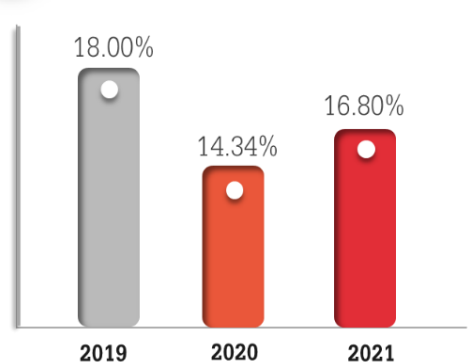


In 2021, the Company’s net profit amounted to Baht 170.54 million, or net profit margin of 12.95%. The Company’s net profit increased from previous year due to a reduction of estimate cost for safety factor of CAT Filter and USO Phase 2 to be equal to the actual cost incurred to close the project. Due to large projects, the safety factor was relatively high. Also, the total expenses and financial cost decreased from last year.

Return on Equity : ROE



Return on Asset : ROA



**Return on Equity : ROE**

In 2019-2021, the Company’s Return on Equity of 21.08%, 16.73%, and 18.91%, respectively.

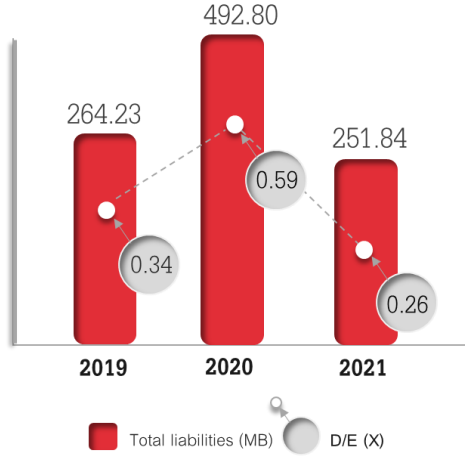
**Return on Asset : ROA**

In 2019-2021, the Company’s Return on Asset of 18.00%, 14.34%, and 16.80%, respectively.

**Capital Structure**

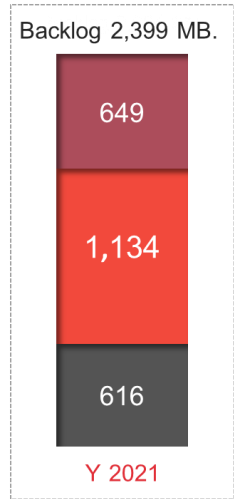
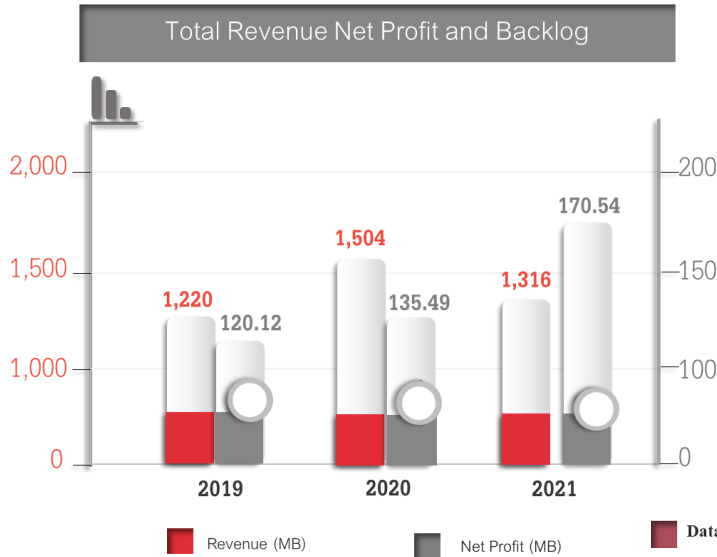


Total liabilities and debt to equity ratio (D/E)



**Suitability of the Capital Structure**

At year-end 2019-2021, the Company’s Debt to Equity ratio (D/E ratio) was 0.34 times, 0.59 times, and 0.26 times, respectively. Such ratio substantially decreased since 2019 due to the Company’s profit increase and capital increase.



- Data Center & Information Technology Infrastructure
- Telecommunications and Transportation Infrastructure
- Maintenance and Service

## Business Overview for 2022

Infrasnet Public Company Limited has moved the Company's listed securities from the Market for Alternative Investment (mai) to the Stock Exchange of Thailand (SET), on 11 March 2022, details are as follows:

### The Company's registered capital as of 31 December 2021

Registered Capital	461,999,974.50	Baht
Paid-up Capital	307,999,983.00	Baht
Paid-up Stock	615,999,966.00	Shares
Par value	0.50	Baht

### After the exercise of warrants to purchase ordinary shares of the Company on 31 March 2022. The Company's registered capital is as follows:

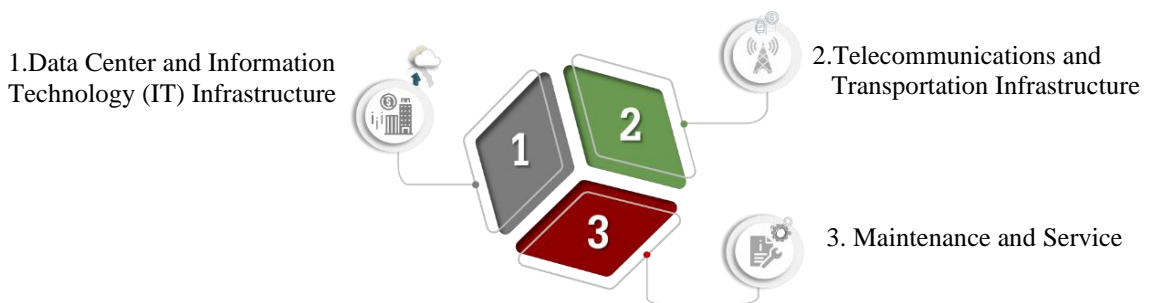
Registered Capital	461,999,974.50	Baht
Paid-up Capital	365,736,033.00	Baht
Paid-up Stock	731,472,066.00	Shares
Par value	0.50	Baht

The Company set a target for business growth of 15-20% for this year. The business plans in 2022 include:

Develop the business growth for 2022.

1. Maximize the profits/ manage cost efficiently.
2. Focus on recurring income.
3. Look for new business opportunities.
4. Increase employees' skill and expertise.

## Business Overview of INSET



### 1. Data Center and Information Technology (IT) Infrastructure

The growth of Data Center Business in next 3-5 years will be rising continuously due to the COVID-19 pandemic which caused high demand of technology used including digital information, digital platform, and other technology tools. As a result, entrepreneurs keep focusing on this business.



The Company provides not only the construction of new Data Center but also the renovation of current building for Data Center. The Company owns ability of design and construction complying the international Data Center standard since Tier I to the greatest standard, Tier IV. INSET can play as a main contractor and a sub-contractor as turnkey solution with our certified and qualified resources from Uptime Institute. The Uptime Standard details are as follow:

Uptime Institute	Tier I	Tier II	Tier III	Tier IV
Redundancy	N	N+1	N+1	N After any Failure
Distribution Paths	1	1	1 Active 1 Passive	2 Simultaneously Active
Concurrently Maintainable	NO	NO	YES	YES
Fault Tolerance	NO	NO	NO	YES
Compartmentalization	NO	NO	NO	YES
Continuous Cooling	Load Density Dependent	Load Density Dependent	Load Density Dependent	Class A

Source: The Uptime Institute

## 2. Telecommunications and Transportation Infrastructure

Telecommunications and Transportation Infrastructure are becoming mega trends business in Thailand. In Thailand, it is now being in transition from 4G to 5G networks which encouraging the increase of Telecommunications Tower and bringing cable underground including investment in Transportation system which require a good infrastructure of telecommunications system. With these national investments, the Company will receive Telecommunications and Transportation Infrastructure Projects at least for next 3-5 years.

## 3. Maintenance and Service

Maintenance and Service business is expecting to be outstanding growing. This business would encourage the Company to earn significant recurring incomes. The maintenance and service business remain important to Data Center/ Telecommunications and Transportation operators to keep their Data Center/ Telecommunications and Transportation Infrastructure to run smoothly and effectively.

### **Anti-Corruption Policy**

Infrasets Public Company Limited gives importance to cautious business operations about corruption by adhering to the principles of good corporate governance for the best interest of shareholders, stakeholders and related persons. Therefore, it has established an anti-corruption policy to be practice guidelines and establishing channels for complaints to prevent corruption as written.

The MC asked if any shareholder wishes to ask question or express any opinion on this matter. No shareholder asked any question. Therefore, The MC announced to the meeting that there was no any question from shareholders then requested the Meeting to consider next agenda item. This Agenda requires no vote casting as the agenda is for acknowledgement.

**Agenda 3 To consider and approve the Company's financial statements for the year 2021.**

The Chairman assigned Mr. Sakboworn Pukkanasut, Executive Chairman to propose the meeting as follows:

Mr. Sakboworn Pukkanasut presented the financial statement for the fiscal year 2021 ended 31 December 2021, which were audited by ANS Audit Co., Ltd., and were considered by the Audit Committee.

The details provided in the annual report 2021 (Form 56-1 One Report), which has been sent to the shareholders in the form of QR Code with the notice of the meeting in advance. The summarized details are as follows.

**Unit: THB mil**

			Increase/(Decrease)	Increase/(Decrease)
	31 Dec 2021	31 Dec 2020	Amount	%
Current assets	1,048	1,174	(126)	(11)
Non-Current assets	168	158	10	6
Total assets	1,216	1,332	(116)	(9)

**Unit: THB mil**

			Increase/(Decrease)	Increase/(Decrease)
	31 Dec 2021	31 Dec 2020	Amount	%
Current liabilities	223	465	(242)	(52)
Non-Current liabilities	29	28	1	4
Total liabilities	252	493	(241)	(49)
Total shareholders' equity	964	839	125	15

**Unit: THB mil**

			Increase/(Decrease)	Increase/(Decrease)
	31 Dec 2021	31 Dec 2020	Amount	%
Total Revenues	1,316	1,504	(188)	(13)
Total Expenses	1,103	1,335	(232)	(17)
Profit for the year	171	135	36	27
Earnings per share	0.28	0.22	-	-

The MC asked if any shareholder wishes to ask question or express any opinion on this matter. No shareholder asked any question. Therefore, the MC requested the meeting to vote.

**Resolution** The meeting resolved to approve the Company’s financial statements for the year 2021 ended 31 December 2021, with a majority of the total number of votes of the shareholders who attend the meeting and cast their votes. as follows:

Number of shareholders	125	persons	Eligible for	341,266,207	votes
Approved	341,266,207	votes	equivalent to	100	percent
Disapproved	0	votes	equivalent to	0	percent
Abstained	0	votes	equivalent to	0	percent
Voided Ballot	0	votes	equivalent to	0	percent
Total	341,266,207	votes	equivalent to	100	percent

**Agenda 4 To consider and approve the appropriation of net profit as a legal reserve and the dividend payment for the year 2021.**

The Chairman assigned the MC to explain to the Meeting. The Company has a policy to pay the dividend for each year with not less than 40% of net profit after deducting various reserved fund for all types as determined by law. In compliance with the Public Companies Act B.E. 2535 and Article 44 of the Company’s Articles of Association, the dividend payment from other type of money other than profit is prohibited. In addition, the dividend payment is prohibited in case where the Company’s retained deficit balance is remained. The said dividend shall be divided based on the number of shares in equal amount per share. Unless in case where the Company issues preference shares and determines that the dividend shall be paid for the preference shares differently from ordinary shares, the dividend shall be appropriated as specified. The dividend payment shall be approved by the Shareholders’ Meeting. The Board of Directors may periodically pay interim dividend to the shareholders when it is deemed that the Company is properly profitable to do so. After paying an interim dividend, the Shareholders’ Meeting shall be reported for acknowledgement on such dividend payment in the following Shareholders’ Meeting. Such dividend payment shall be made within one (1) month from the date of the Shareholders’ Meeting or the resolution of the Board of Directors’ Meeting as the case may be. The dividend payment shall be made in writing to the shareholders and the notice of the said dividend payment shall be publicized in a newspaper for the period of at least three (3) consecutive days.

Article 45 of the Company’s Articles of Association. The Company shall appropriate a part of net annual profit as capital reserve for not less than five (5) percent of net annual profit after deduction of deficit balance brought forward (if any) until the amount of this capital reserve is not less than ten (10) percent of the registered capital.

The Chairman informed the Meeting as follows:

- 4.1 The allocation of net profit as a legal reserve of Baht 8,526,940 or 5.00 percent of net profit for the year 2021 as according to Section 116 of the Public Limited Companies Act, B.E. 2535 and Article 45 of the Articles of Association of the Company.
- 4.2 The dividend payment for 12-month period from 1 January 2021 to 31 December 2021 to shareholders is determined to be not exceed Baht 104,720,000, at the rate of Baht 0.17 per share. Such dividend payment equals to 61.41 percent of net profit for the year 2021 which in accordance with the Company’s dividend payment policy. Dividend payment details are as follows:

Description	Date/Month/Year
▪ Determining shareholders who own the shares to receive the dividend (Record Date)	10 March 2022
▪ Determination of dividend payment to shareholders	19 May 2022

The dividend payment comparing with the previous year are as follows:

Details of Dividend Payment	Year 2019	Year 2020	Year 2021
Net Profit (Baht)	120,121,207.32	135,490,506.12	170,538,798.91
Number of Shares (Share)	560,000,000.00	560,000,000.00	615,999,966.00
Value of Interim Dividend (Baht : Share)	0.15	0.038	-
Cash Dividend per Share (Baht : Share)	-	0.081	0.17
Stock Dividend per Share (Baht : Share)	-	0.050	-
Total Dividend per Share (Baht : Share)	<b>0.15</b>	<b>0.169</b>	<b>0.17</b>
Total Dividend Paid (Baht)	84,000,000.00	94,640,000.00	104,720,000
Dividend payout ratio to net profit	69.93%	69.85%	61.41%

The MC asked if any shareholder wishes to ask question or express any opinion on this matter. No shareholder asked any question. Therefore, the MC requested the meeting to vote.

**Resolution** The Meeting resolved to approve the appropriation of net profit as a legal reserve and the dividend payment for the year 2021, with a majority of the total number of votes of the shareholders who attend the meeting and cast their votes. as follows;

Number of shareholders	125	persons	Eligible for	341,266,207	votes
Approved	341,266,207	votes	equivalent to	100	percent
Disapproved	0	votes	equivalent to	0	percent
Abstained	0	votes	equivalent to	0	percent
Voided Ballot	0	votes	equivalent to	0	percent
Total	341,266,207	votes	equivalent to	100	percent

#### Agenda 5 To consider the election of directors in replacement of those retiring by rotation.

The Chairman assigned the MC to explain to the Meeting. In compliance with the Public Companies Act B.E. 2535 (as amended) and Article 17 of the Company's Articles of Association, it stipulates that at each annual general meeting of shareholders, one-third of the directors shall retire by rotation, if the number of retired directors cannot be divisible by one-third, the nearest number to one-third shall vacate office. A retiring director shall be eligible for re-election. The retiring directors in the first and second year of the conversion of the Company shall be determined by drawing lots. In the subsequent years, the director who is in the office for the longest period shall retire.

There were 2 directors subject to the retirement by rotation, namely.

Name of Directors	Position at the Time of Retirement
1. Mr. Vichien Jearkjirm	Director
2. Mr. Metha Chotiapisitkul	Director

**Opinion of the Nomination and Remuneration Committee** : As the Board had deliberately considered the procedures and qualifications of nominated persons to the election of directors, based on their qualifications, skills and experience which are suitable to the Company’s business conduct, and the ability to express truly independent opinions in addition to the qualifications as per the requirements of the SEC in case of a nomination for independent directors. The Board of Directors, excluding the nominated directors, has considered and opined to propose the re-appointment as follows:

- (1) Mr. Vichien Jearkjirm
- (2) Mr. Metha Chotiapisitkul.

The two directors were re-elected to the office for another term.

**Opinion of the Board of Directors:** The Board of Directors, exclusive of the directors with special interests on this agenda, has considered in compliance with criteria and procedures regarding director nomination and the Nomination and Remuneration Committee’s resolution and proposed that the Meeting re-elects two (2) directors for another term.

The MC asked if any shareholder wishes to ask question or express any opinion on this matter. No shareholder asked any question then proposed the Meeting to cast the vote.

**Resolution** The Meeting resolved to approve the re-election of directors, as proposed by the Board of Directors, the two directors were re-elected to the office for another term, with a majority of the total number of votes of the shareholders who attend the meeting and cast their votes. as follows;

**5.1 Mr. Vichien Jearkjirm : Director,**

Number of shareholders	125	persons	Eligible for	341,266,207	votes
Approved	341,266,207	votes	equivalent to	100	percent
Disapproved	0	votes	equivalent to	0	percent
Abstained	0	votes	equivalent to	0	percent
Voided Ballot	0	votes	equivalent to	0	percent
Total	341,266,207	votes	equivalent to	100	percent

**5.2 Mr. Metha Chotiapisitkul : Director**

Number of shareholders	125	persons	Eligible for	341,266,207	votes
Approved	341,266,207	votes	equivalent to	100	percent
Disapproved	0	votes	equivalent to	0	percent
Abstained	0	votes	equivalent to	0	percent
Voided Ballot	0	votes	equivalent to	0	percent
Total	341,266,207	votes	equivalent to	100	percent

**Agenda 6 To consider the remunerations of the Company’s directors for the year 2022.**

The Chairman assigned the MC to explain to the Meeting that Article 22 of the Company’s Articles of Association, the director is entitled to receive remuneration from the Company in form of salary, reward, meeting allowance, pension, and bonus. The Shareholders’ Meeting may determine the said remuneration in a certain amount or formulated as specific criteria, and determined on periodical basis, or effective on and on until being otherwise changed by the Shareholders’ Meeting. The consideration and resolution shall be performed with votes of no less than two-thirds (2/3) of total number of votes of the shareholders attending the meeting. Moreover, the directors of the Company are entitled to receive allowance and welfare in accordance with the Company’s rule. The provision in paragraph one shall not affect the right of the director who is appointed from the Company’s staffs and employees in receiving remuneration and benefit on behalf of the Company’s staffs or employees.

The Chairman informed the meeting as follows:

**Opinion of the Board of Directors:** Agreed to propose to the 2022 Annual General Meeting of Shareholders to consider and approve the remunerations for Directors and other Committees for the year 2022 as recommended by the Nomination and Remuneration Committee. The executive directors will not entitle on these remunerations.

**6.1 Monthly remuneration**

Unit: Baht/Month

Position	2021	2022 (Presented year)
Chairman	8,000	8,000
Director	8,000	8,000

**6.2 Meeting allowance (only for directors who attend)**

Unit: Baht/Attendance

Committee	Chairman		Director	
	2021	2022 (Presented year)	2021	2022 (Presented year)
Board of Directors	15,000	15,000	12,000	12,000
Audit Committee	15,000	15,000	12,000	12,000
Nomination and Remuneration Committee	15,000	15,000	12,000	12,000

**6.3 Director pension:** Directors receive a pension of 2 percent of the Cash dividends, but not more than 1 million Baht (only for non-executive directors).

**6.4 Other non-financial benefits:** N/A

The MC asked if any shareholder wishes to ask question or express any opinion on this matter. No shareholder asked any question then proposed the Meeting to cast the vote.

**Resolution** The Meeting resolved to approve directors’ remuneration for the year 2022 as proposed by the Board of Directors, with votes not less than two-thirds of the shareholders presenting at the Meeting and casted their votes as follows;

Number of shareholders	125	persons	Eligible for	341,266,207	votes
Approved	341,266,207	votes	equivalent to	100	percent
Disapproved	0	votes	equivalent to	0	percent
Abstained	0	votes	equivalent to	0	percent
Voided Ballot	0	votes	equivalent to	0	percent
Total	341,266,207	votes	equivalent to	100	percent

**Agenda 7 To consider the appointment of the Company’s auditor and the determination of the auditor’s remuneration for the year 2022.**

The Chairman assigned the MC to explain to the Meeting. In order to comply with Section 120 of the Public Companies Act and Article 39 of the Company’s Articles of Association “the Board of Directors shall arrange the balance sheet and profit and loss statement at the ended of the year in order to propose to the shareholders meeting in the Annual General Meeting for consideration and approval. The Board of Directors shall provide the auditor to audit balance sheet and profit and loss statement before the shareholders’ meeting.

The Chairman assigned **Mr. Saran Supaksaran**, Chairman of the Audit Committee to explain to meeting for this agenda.

**Opinion of the Board of Directors:** Agreed to propose to the 2022 Annual General Meeting of Shareholders to consider and appoint the auditors and determination of the auditors’ remuneration for the year 2022 by appointing any one of the following auditors from ANS Audit Co., Ltd. to be the Company’s auditor for the year 2022 and also determine the audit fee for the year 2022 in the amount of Baht 1,620,000, excluding other service charges (if any). The auditors’ name is as follows:

	Name		Certified Public Accountant No.	No. of Year of auditing financial statements	Year of auditing financial statements	Percentage of Shareholding
1	Mr. Atipong	Atipongsukul	3500	-	-	None
2	Mr. Vichai	Ruchitanont	4054	-	-	None
3	Mr. Sathien	Vongsnan	3495	-	-	None
4	Ms. Kultida	Pasurakul	5946	-	-	None
5	Mr. Yuttapong	Chuamuangpan	9445	4	2017 - 2020	None
6	Ms. Kanittha	Siripattanasomchai	10837	1	2021	None

Any of the above auditors can conduct the audit and express an opinion on the Company’s financial statements.

The six auditors have fully qualified and no relationship with or any vested interest in the Company, its subsidiaries, executives, major shareholders, or any related persons and therefore; are independent in the audit and provision of opinion on the Company’s financial statements. In addition, none of above auditors have acts as the auditor of the Company for more than 5 consecutive fiscal years.

Details of the Company's audit fees compared to last year are as follows:

Audit Fee	2021	2022 (Presented year)	Increased (%)
Fee for reviewing the interim financial statements			
Quarterly	260,000.00	275,000.00	
<b>Total 3 Quarters</b>	780,000.00	825,000.00	
Fee for auditing the annual financial statements	720,000.00	795,000.00	
<b>Total</b>	<b>1,500,000.00</b>	<b>1,620,000.00</b>	<b>8%</b>

The MC asked if any shareholder wishes to ask question or express any opinion on this matter. No shareholder asked any question then proposed the Meeting to cast the vote.

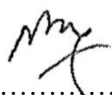
**Resolution** The Meeting resolved to approve the appointment of auditors and the determination of the audit fees for the year 2022, as proposed by the Board of Directors, with a majority of the total number of votes of the shareholders who attend the meeting and cast their votes as follows;


Number of shareholders	125	persons	Eligible for	341,266,207	votes
Approved	341,266,207	votes	equivalent to	100	percent
Disapproved	0	votes	equivalent to	0	percent
Abstained	0	votes	equivalent to	0	percent
Voided Ballot	0	votes	equivalent to	0	percent
Total	341,266,207	votes	equivalent to	100	percent

**Agenda 8 To consider other business (if any).**

No additional matter was proposed for consideration in this round of the AGM of Shareholders.

Since the meeting has completed all the agendas, the Chairman thanked the shareholders and all the honors who have sacrificed their time to attend this meeting and declared the Meeting adjourned at 15.06 PM.

Signed........../Chairman of the Meeting.  
(Mr. Kampanart Lohacharoenvanich) /Chairman of the Board

Signed........../Secretary to the Meeting.  
(Ms. Churairat Buadam) / Secretary to the Meeting.