

INSET 061/2566

5<sup>th</sup> April 2023

Subject: Notification of the 2023 Annual General Meeting of Shareholders' Resolutions

Attention: President  
The Stock Exchange of Thailand

The 2023 Annual General Meeting of Shareholders of Infraset Public Company Limited (the “Meeting”), which was held on Wednesday, 5 April 2023 at 14.00 hours at Infraset Public Company Limited (Head Office), No. 165/37-39 Ram Intra Road, Anusawari, Bang Khen, Bangkok 10220, has passed the following resolutions:

Agenda 1 To certify the Minutes of the Annual General Meeting of Shareholders No.1/2022 held on 20<sup>th</sup> April 2022.

The Meeting resolved to certify the Minutes of the Annual General Meeting of Shareholders No.1/2022 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	Percentage of the total shareholders attending the Meeting and casting vote				
	106	persons	Eligible for	382,103,577	votes
Approved	382,103,577	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	382,103,577	votes	equivalent to	100	percent

Approval Voting Condition: 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 To acknowledge the Company’s operating result for the year 2022.

This agenda did not require any vote as it was for acknowledgement.

Approval Voting Condition: A resolution is not required as this Agenda is a matter proposed for acknowledgement.

Agenda 3 To consider and approve the Company's financial statements for the year ended 31<sup>st</sup> December 2022.

The total votes were counted as follows:

Number of shareholders	Percentage of the total shareholders attending the Meeting and casting vote				
	106 persons	Eligible for	382,103,577	votes	
Approved	382,103,577	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	382,103,577	votes	equivalent to	100	percent

**Approval Voting Condition:** 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 4 To consider and approve the appropriation of net profit as a legal reserve and the dividend payment for the year 2022.

- 4.1 The allocation of net profit as a legal reserve was Baht 5,276,483.35 or 5.00 percent of net profit for the year 2022 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<sup>st</sup> January 2022 to 31<sup>st</sup> December 2022 to shareholders was determined to be not exceed Baht 66,767,199 at the rate of Baht 0.09 per share. Such dividend payment equals to 63.27 percent of net profit for the year 2022 which in accordance with the Company's dividend payment policy. Dividend payment details were as follows:

Description	Date/Month/Year
▪ Determining shareholders who own the shares to receive the dividend (Record Date)	3 <sup>rd</sup> March 2023
▪ Determination of dividend payment to shareholders	3 <sup>rd</sup> May 2023

The total votes were counted as follows:

Number of shareholders	Percentage of the total shareholders attending the Meeting and casting vote				
	106 persons	Eligible for	382,103,577	votes	
Approved	382,103,577	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	382,103,577	votes	equivalent to	100	percent

**Approval Voting Condition:** 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 5 To consider the re-election of 3 directors who retired by rotation as the directors of the Company for another term.

The total votes were counted as follows:

5.1 Mr. Sarun Suphaksarun : Director

Number of shareholders	Percentage of the total shareholders attending the Meeting and casting vote				
	106 persons	Eligible for	382,103,577 votes		
Approved	381,205,277 votes	equivalent to	99.7649	percent	
Disapproved	898,300 votes	equivalent to	0.2351	percent	
Abstained	0 votes	equivalent to	0	percent	
Voided Ballot	0 votes	equivalent to	0	percent	
Total	382,103,577 votes	equivalent to	100	percent	

5.2 Ms. Lalita Hongrattanaeong : Director

Number of shareholders	Percentage of the total shareholders attending the Meeting and casting vote				
	106 persons	Eligible for	382,103,577 votes		
Approved	382,103,577 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	382,103,577 votes	equivalent to	100	percent	

5.3 Mr. Kasem Techaiya : Director

Number of shareholders	Percentage of the total shareholders attending the Meeting and casting vote				
	106 persons	Eligible for	382,103,577 votes		
Approved	382,103,577 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	382,103,577 votes	equivalent to	100	percent	

**Approval Voting Condition:** 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 6 To consider the remunerations of the Company's directors for the year 2023.

6.1 Monthly remuneration

Unit: Baht/Month

Position	2022	2023 (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	
	2022	2023 (Presented year)	2022	2023 (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 total votes were counted as follows:

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	106 persons	Eligible for	382,103,577 votes		
Approved	382,103,577 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	382,103,577 votes	equivalent to	100 percent		

**Approval Voting Condition:** The resolution of this agenda must be approved by vote of not less than two-thirds of the total votes of the shareholders attending the meeting.

Agenda 7 To consider the appointment of the Company's auditor and the determination of the auditor's remuneration for the year 2023.

By appointing any one of the following auditors from ANS Audit Co., Ltd. to be the Company's auditor for the year 2023 and also determine the audit fee for the year 2023 in the amount of Baht 1,700,000, excluding other service charges (if any). The auditors' name are as follows:

	Name		Certified Public Accountant No.	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 - 2022	None

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Abstained	0 votes	equivalent to	0	percent	
Voided Ballot	0 votes	equivalent to	0	percent	
Total	382,103,577 votes	equivalent to	100	percent	

Agenda 8 To consider and approve the amendment of the Company's Articles of Association.

In compliance with the Public Limited Companies Act, (No.4) B.E. 2535 and the Royal Decree on Teleconferences through Electronic Means B.E. 2563 (2020). The amendment of the Article 24, 25, 29 and 32 of the Company's Articles of Association are proposed to the meeting.

In this regard, the meeting proposed to amend the contents of Article 32, paragraph 1 of the Articles of Association since the contents were different from those stated in the invitation letter to the shareholders' meeting as follows;

<u>Invitation Letter</u>	<u>Resolution</u>
<p><u>Article 32.</u> In summoning a meeting of shareholders, the Board of Directors shall prepare a written notice of the meeting specifying the place, date, time, agenda of the meeting, and matters to be proposed to the meeting with appropriate details. It clearly states that the matter will be proposed for acknowledgment, for approval, or for consideration and including the opinion of the Board of Directors on such matters. The notice of the meeting shall be sent not less than seven (7) days prior to the meeting date. It shall be published in a newspaper for at least three (3) consecutive days <del>and not less than three (3) days prior to the meeting date</del> or shall be published via electronic means in accordance with the regulations prescribed by the Registrar.</p>	<p><u>Article 32.</u> In summoning a meeting of shareholders, the Board of Directors shall prepare a written notice of the meeting specifying the place, date, time, agenda of the meeting, and matters to be proposed to the meeting with appropriate details. It clearly states that the matter will be proposed for acknowledgment, for approval, or for consideration and including the opinion of the Board of Directors on such matters. The notice of the meeting shall be sent not less than seven (7) days prior to the meeting date. It shall be published in a newspaper for at least three (3) consecutive days <del>and not less than three (3) days prior to the meeting date</del> or shall be published via electronic means in accordance with the regulations prescribed by the Registrar.</p>

The total votes were counted as follows:

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Total	382,103,577	votes	equivalent to	100	percent

**Approval Voting Condition:** The resolution of this agenda must be approved by vote of not less than three-fourths of the total votes of the shareholders attending the meeting.

Agenda 9 To consider and approve the “Prohibitions of Actions regarded as Business Domination by Foreigners”

The total votes were counted as follows:

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Voided Ballot	0	votes	equivalent to	0	percent
Total	382,103,577	votes	equivalent to	100	percent

**Approval Voting Condition:** 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.

Please be informed accordingly.

Sincerely yours,

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(Mr.Sakbaworn Pukkanasut)  
Managing Director