# Minutes of the 2023 Annual General Meeting of Shareholders (via electronic media)

# Advanced Connection Corporation Public Company Limited Tuesday, April 25, 2023

At the main conference room, 16<sup>th</sup> floor, Mitrtown Office Tower
No. 944 Rama 4 Road, Wang Mai Subdistrict
Pathumwan District, Bangkok 10330

The meeting opened at 10:00 a.m.

## Directors who attended the meeting

1. Mr. Saowapak Sakulromvilas

First Vice Chairman

2. Mrs. Supin Siripoke

Second Vice Chairman

3. Mr. Arichai Ractham, Ph.D.

Chairman of the Audit Committee/Independent Director

4. Mr. Eitti Ponguussara

Member of the Audit Committee/Independent Director

5. Mr. Vichien Uasanguankul

Director/Managing Director

6. Mr. Thanakrit Achariyasombat

Director

Proportion of directors who attended the meeting 75:100

#### Directors who did not attended the meeting

1. General Somchai Youngpituck

Chairman of the Board/Audit Committee/Independent Director Chairman of the Nomination and Compensation Committee

2. Mr. Chen Zhong

Director

### Senior executives who attended the meeting

1. Mr. Anurot Seneepsakonkai

Chairman of the Executive Committee

2. Mr. Manat Phramalai

**Executive Director** 

3. Mr. Kitti Kanokudomsap

Assistant Managing Director of Accounting and Finance

#### Auditors who attended the meeting

Karin Audit Company Limited by

1. Mr. Wichian Proongpanish

2. Mr. Supot Mahantachaisakul

### Legal advisors who attended the meeting

A.P.K. International Law Office Company Limited

By Mr. Wipart Apipalakuldumrong

**Minutes Recorder** 

Miss Siripak Padpradit

Assistant Company Secretary

Electronic meeting master of ceremony

Miss Natthakarn Santayanont

Before entering the agenda of the meeting, Miss Natthakarn Santayanont ("The moderator of the meeting") informed the meeting that the 2023 Annual General Meeting of Shareholders via electronic media (E-AGM) is the system of OJ International Company Limited which is the system that in accordance with the Notification of Ministry of Digital Economy and Society Re: Standards for Maintaining Security of Meetings via Electronic Means, B.E. 2563 (2020). Including receiving the certification of the meeting control system from the Electronic Transactions Development Agency (ETDA) by broadcasting live at the company's head office meeting room, 16th floor, Mitrtown Office Tower, No. 944 Rama 4 Road, Wangmai, Pathumwan, Bangkok.

To ensure that the meeting is in accordance with the principles of good corporate governance in the part of voting at the meeting. I would like to clarify the procedure for voting, votes counting and how to ask questions or give an opinion as follows:

- 1. Meeting attendants are required to verify their identity to obtain username and password along with e-Meeting system user manual which details already explained together with meeting invitation that has been sent to shareholders in advance.
- 2. The meeting will consider the matters in the order of the agenda specified in the invitation letter. Information will be presented in each agenda and give shareholders an opportunity to ask questions before voting and announce voting results to the meeting when the votes of that agenda were finished count, respectively.
- 3. In voting, every shareholder has 1 vote for 1 share. In case any shareholder has a special interest in any matter, they will not have the right to vote on that agenda.
- 4. Under Article 29 of the Company's Articles of Association, in normal cases, the majority vote of the shareholders who attend the meeting and vote. If there are equal votes, the chairman of the meeting shall have an additional vote as a deciding vote.
- 5. Vote counting of each agenda will count only votes of disapprove and/or abstain then deducted from the total number of votes of the shareholders in the meeting, the remainder will be considered as approve votes. These are already included the votes by proxy grantor which already voted in the proxy form and being recorded in advance.
- 6. Voting result counting according to the agenda of the 2023 Annual General Meeting of Shareholders is divided into 3 categories as follows:
- 6.1 Agendas that requires approval with majority votes of the shareholders who attended the meeting and voted are agenda 2, 4, 5, 6 and agenda 8
- 6.2 Agenda that requires approval with a vote of not less than two-thirds of the total number of votes of the shareholders attending the meeting and vote is agenda 7
- 6.3 Agenda that requires approval with a vote of not less than three-fourths of the total number of votes of shareholders attending the meeting and having the right to vote is agenda 9
- 7. Agenda 6 To consider and elect directors to replace those who are due to retire by rotation of the year 2023, the company request shareholders please consider the election of directors individually by voting through the e-voting system. In which the system will have a vote for each director respectively. For shareholders who do not vote in the system, it will be considered as approve vote.

8. The system will open for voting for 1 minute. In case of shareholders or proxies who do not make any mark at the voting menu, the system will automatically pour votes to "Approve" on the proposed agenda.

The participants can vote, change or amend your vote of each agenda until the meeting announces the close of voting of that agenda.

In case of shareholders or proxies attend the meeting system after the meeting's agenda has been considered. Shareholders or proxies will have the right to vote only on the agenda that has not yet been considered.

- 9. Procedure of asking questions or expressing opinions
- 9.1 Before voting in each agenda, the chairman of the meeting will give the meeting attendees the opportunity to ask questions related to that agenda as appropriate. By asking attendees who want to ask questions or express their opinions by typing messages in the chat window by pressing the menu button, type the message you want to inquire and press "send" to confirm the message to the company.

After that, Mr. Kitti Kanokudomsap will read your questions respectively. However, before asking questions or expressing opinions via "Message box" please kindly inform your name, surname and status, such as coming in person or by proxy, in order to record the minutes of the meeting accurately and completely.

For questions or comments besides of the agenda under consideration, please asking questions or giving opinions in other agendas at the end of the meeting. And kindly request the shareholders to giving opinions or asking questions concisely and refrain from asking questions or expressing opinions on duplicate issues to allow other shareholders to exercise their rights as well. Therefore, the shareholders are kindly requested to cooperate so that the meeting proceeded smoothly and was completed within the time specified.

In the event that many questions are sent into the system, the company kindly reserves the right to consider selecting questions as appropriate. And if there are any questions that cannot be answered during the meeting due to limited time, the company will consider collecting the answers and disclose them in the minutes of the meeting or via the company's website.

- 9.2 The company kindly reserves the right to ask attendees to ask questions by typing text in the question box only.
- 10. For the reasons of data security, each attendee can log in on one device only. And if log in on another device or another browser on the same computer, previous logins will be automatically logged out. Do not disclose the user name and password of the attendees to other.

The moderator of the meeting, informed the meeting that there were 4 shareholders attending the meeting in person which holding a total of 33,013,086 shares, by appointing 73 proxies which holding a total of 868,971,638 shares, representing a total of 77 shareholders who attended the meeting in person and by proxy which the total number of shares held together is 901,984,724 shares, representing 67.1591 percent of the total issued and disposed shares of the Company as 1,343,055,623 shares. This was constituted a quorum in accordance with Article 28 of the Company's Articles of Association which stipulated as "At a shareholders' meeting, there must be at least 25 shareholders and proxies (if any) or at least half of the shareholders and proxies present at the meeting. In any cases, there must be total shares which are not less than one-third of the total number of shares sold of the Company. Therefore, it will be a quorum."

The moderator of the meeting invited Mr. Saowapak Sakulromvilas, First Vice Chairman of the Board (the "Chairman") to welcome the shareholders and opened the meeting.

Mr. Saowapak Sakulromvilas, First Vice Chairman of the Board as the chairman of the meeting welcomed and expressed his thanks to the shareholders and proxies who attended the 2023 Annual General Meeting of Shareholders via electronic media.

Now, there were shareholders and proxies who attended the meeting to constitute a quorum as specified in the Articles of Association of the Company. I would like to open the meeting to consider the matters as shown in the invitation of the 2023 Annual General Meeting of Shareholders.

### Agenda 1: Matters to be informed by the Chairman

The Chairman informed the meeting that the company held the 2023 Annual General Meeting of Shareholders today via electronic conferencing or e-meeting according to the Emergency Decree on Electronic Conferencing B.E. 2563. However, for the safety of shareholders and proxies as well as all related parties, if it causes the shareholders and proxies to be inconvenienced, on behalf of the Board of Directors, we would like to apologize in this occasion.

For proceeding with the next agenda, I would like to assign Mr.Kitti Kanokudomsap, Assistant Managing Director of Accounting and Finance, to conducting the meeting according to the agenda as well as answer questions from shareholders (if any) on behalf of the First Vice Chairman of the Board of Directors until complete all agendas specified in the invitation of the Annual General Meeting of Shareholders.

# Agenda 2: To Consider and certify the minutes of the Extraordinary General Meeting of Shareholders No.1/2022 held on 22 August 2022

The Chairman of the meeting has considered on the minutes of the Extraordinary General Meeting of Shareholder No.1/2022 which were correctly recorded, therefore, it is appropriate to propose to the 2023 Annual General Meeting of Shareholders to consider and certify the minutes of the meeting.

The Chairman gave an opportunity to the shareholders in the meeting to ask questions and express opinions which there was no issue.

As no one asked or commented, the chairman then asked the meeting to consider and vote. The shareholders were informed that this agenda must be approved by a majority vote of the total votes of the shareholders attended the meeting and casting their votes. At the same time, the Company brought the voting results to be displayed on the screen in the meeting room as well.

## Meeting resolution

The meeting resolved to certify the Minutes of Extraordinary General Meeting for the Shareholders No.1/2022 held on 22 August 2022. with majority vote of the total votes of the shareholders attended the meeting and casting their votes, as follows:

Shareholders	Number (votes)	Percentage of votes
	905 330 334	00.2622
Approved	895,339,324	99.2632
Disapproved	6,645,400	0.7368
Abstained	0	-
Voided ballot		
Total	901,984,724	100.0000

<sup>\*</sup>Abstained and invalid ballots are not counted as a base for counting votes.

# Agenda 3: To acknowledge the performance of the company and its subsidiaries for the year ended 31 December 2022 and the plan for the year 2023.

The Chairman invited Mr. Kitti Kanokudomsap, Assistant Managing Director of Accounting and Finance to clarify the meeting.

Mr. Kitti Kanokudomsap clarified the operating results of the Company and its subsidiaries in the year 2022 and the plan for the year 2023, as follows:

Unit: Thousand Baht

Description	Year 2022			
Description	Consolidated	Separated		
Revenues from sales and service	39,677	11,065		
Other revenue	258,250	70,661		
Total revenue	297,927	81,726		
Total Expense	(136,090)	(66,730)		
Profit (loss) for the year	161.837	14.996		

The operating results of the Company and its subsidiaries for the year end December 31, 2022 can be summarized as follows:

For the Company's and subsidiaries' performance for the year end of December 31, 2022, the consolidated financial statements of the Company, the company had the total revenue of 297,927,000 baht, consisting of revenues from sales and services of 39,677,000 baht and other revenue of 258,250,000 baht. The company had the total expense of 136,090,000 baht, consisting of costs of sales and services of 38,872,000 baht and selling and admin expenses of 91,064,000 baht and finance costs of 4,315,000 baht and shar of loss of associates of 1,245,000 baht and tax expense of 594,000 baht the company had a profit for the year of 161,837,000 baht.

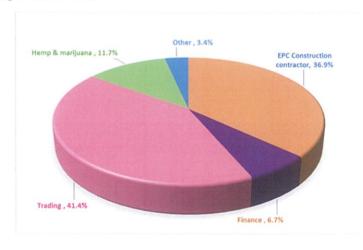
As for the separate financial statements of the year end December 31, 2022, the Company has the total revenue of 81,726,000 baht, consisting of revenues from sales and services of 11,065,000 baht and other revenue of 70,661,000 baht. The Company has the total expense of 66,730,000 baht, costs of sales and services of 10,211,000 baht, The Selling and admin expenses of 51,842,000 baht and financial costs of 4,677,000 baht, as a result, there was a net profit of 14,996,000 baht in the financial statements of the company.

#### The revenue projection plan for the year 2023, as follows:

In the past year, the Company has restructured its business into 5 businesses, namely trading business, EPC construction contractor business, commercial hemp & marijuana business, finance business and other. The Company expects the revenue in 2023 which the revenue structure will consist of:

- Revenue from Trading accounted for 41.40%
- Revenue from EPC construction contractor accounted for 36.90%
- Revenue from commercial hemp & marijuana accounted for 11.70%
- Revenue from finance accounted for 6.70%
- Revenue from other accounted for 3.40%

as shown in the diagram, as follows:



The Chairman gave an opportunity to the shareholders in the meeting to ask questions and express opinions which there was no issue.

As no one asked or commented, the chairman then asked the shareholders' meeting to acknowledge the operating results of the Company and its subsidiaries in the year 2022 and informed the shareholders that this agenda was for acknowledgment, therefore, it did not require a resolution.

The meeting acknowledged the performance of the company and its subsidiaries for the year 2022 and Business Plan for 2023.

# Agenda 4: To consider and approve the statement of financial position and income statement of the company and its subsidiaries and the auditor's report for the year ended 31 December 2022

The Chairman invited Mr. Kitti Kanokudomsap, Assistant Managing Director for Accounting and Finance to explain the details to the meeting.

Mr. Kitti Kanokudomsap presented the Company and its subsidiaries' financial statement and income statement, and the auditor's report for the year end December 31, 2022 as follows:

Unit: Thousand Baht

Chit i Thou			Chit i i nousuna Dun	
		Consolidate	<b>Company Only</b>	
Total Revenue		297,927	81,726	
<b>Total Assets</b>		775,947	729,462	
<b>Total Liabilities</b>		60,755	82,741	
Shareholder' equity		715,192	646,721	
EPS		0.13	0.01	
D/E Ratio	times	0.08	0.13	
ROE	0/0	22.63	2.32	
ROA	0/0	20.86	2.06	

The Company and its subsidiaries' financial statement and income statement, including the auditor's report for the year end December 31, 2022, as follows:

The Company's consolidated financial statement for the year 2022 end December 31, 2022, the Company and its subsidiaries had the total assets of 775,947,000 baht, total liabilities of 60,755,000 baht, shareholders' equity of 715,192,000 baht, debt to equity ratio as 0.08 times, return on equity as 22.63% and return on total assets as 20.86%.

For the separated financial statement, the company had the total assets of 729,462,000 baht, total liabilities of 82,741,000 baht, shareholders' equity of 646,721,000 baht, debt to equity ratio of 0.13 times, return on equity ratio as 2.32% and return on total assets as 2.06%.

The Chairman gave an opportunity to the shareholders' meeting to ask questions and express opinions, which there was none.

As no one asked or commented, the chairman then asked the meeting to consider and vote. The shareholders were informed that this agenda must be approved by a majority vote of the total votes of the shareholders attending the meeting and casting their votes. At the same time, the Company brought the voting results to be displayed on the screen in the meeting room as well.

#### Meeting resolution

The meeting resolved to approved the financial Statement of the Company and Subsidiary including to auditor report of the year ended 31 December 2022 with the unanimous votes of the total votes of the shareholders attending the meeting and casting their votes, as follows:

Shareholders	Number (votes)	Percentage of votes
Approved	901,984,724	100.0000
Disapproved		-
Abstained	-	_
Voided ballot		
Total	901,984,724	100.0000

<sup>\*</sup>Abstained and invalid ballots are not counted as a base for counting votes.

# Agenda 5: To consider and approve to omit dividend and omit legal reserves allocate for the company's performance for the year ended 31 December 2022

The Chairman informed in the meeting that in order to comply with the Public Company Act B.E. 2535 and Article 37 of the company's Articles of Association, which requires the company to allocate part of its annual net profit as a reserve fund not less than 5 percent of its annual net profit less the accumulated loss brought forward (if any) until the reserve fund is not less than 10 percent of registered capital. And according to Article 36 of the company's Articles of Association, the Board of Directors shall consider the appropriateness of the payment or omission of dividend payment from the operating results. It must be proposed to the shareholders' meeting for approval.

For the performance of the year 2022, the company's separate financial statement has net profit of 14.99 million baht, but the Company's separate financial statements still have accumulated losses.

The Board of Directors considered and agreed to propose to the Annual General Meeting of Shareholders to consider and approve to omit dividend and omit legal reserves allocate for the company's performance for the year ended 31 December 2022 because the separate financial statements still have accumulated losses.

The Chairman gave an opportunity to the shareholders' meeting to ask questions and express opinions, which there was none.

As no one asked or commented, the chairman then asked the meeting to consider and vote. The shareholders were informed that this agenda must be approved by a majority vote of the total votes of the shareholders attending the meeting and casting their votes. At the same time, the Company brought the voting results to be displayed on the screen in the meeting room as well.

# Meeting resolution

The meeting resolved to approve of no dividend payment and omit legal reserve of the Company with the unanimous votes of the total votes of the shareholders attending the meeting and casting their votes, as follows:

Shareholders	Number (votes)	Percentage of votes
Approved	901,984,724	100.0000
Disapproved	-	_
Abstained	-	-
Voided ballot		
Total	901,984,724	100.0000

<sup>\*</sup>Abstained and invalid ballots are not counted as a base for counting votes.

#### Agenda 6: To consider and elect directors to replace those who are due to retire by rotation

The Chairman informed in the meeting that to comply with the Public Company Act B.E. 2535 and Article 14 of the company's Articles of Association, which states that at every Annual General Meeting, one-third of the directors must retire and if the number of directors cannot be divided exactly into three parts, the number of directors closet to one-third shall retire. The retiring directors may be re-elected for another term. In the 2023 Annual General Meeting of Shareholders, there are 3 directors who are due to retire by rotation as follows:

(1) Gen. Somchai Youngpituck

Chairman of the Board / Audit Committee / Independent

Director / Chairman of the Nomination and Compensation

Committee

(2) Mr. Thanakit Achariyasombat

Director

(3) Mr. Vichien Uasanguankul

Director/Managing Director

The Board of Directors (excluding interested directors) considered and agreed with the proposal of the Nomination and Remuneration Committee, As the aforementioned persons are knowledgeable, skilled, capable, and experienced in specific fields consistent with the company's business operations, as well as possessing qualifications and without any prohibited characteristics according to laws, rules and regulations of the company for position as a director. Therefore, it was deemed appropriate to propose to the Annual General Meeting of Shareholders to consider re-electing all 3 persons to position as directors for another term. The company has attached the biographies of all 3 persons together with this meeting invitation letter.

The Chairman said that for transparency and complying with the good corporate governance principles in considering and voting on this agenda, all 3 directors had been requested to leave the meeting room.

The Chairman gave an opportunity to the shareholders' meeting to ask questions and express opinions, which there was none.

As no one asked or commented, the chairman then asked the meeting to consider electing directors to replace those who had retired by rotation, by asking to vote for the election of directors individually. The shareholders had been informed that this agenda must be approved by a majority vote of the total votes of the shareholders attending the meeting and casting their votes.

#### Meeting resolution

The meeting approved the appointment of three directors to replace whom retired by rotation to be re-elected for another term with the majority vote of the total votes of the shareholders attending the meeting and casting their votes, as follows:

#### 6.1 Gen. Somchai Youngpituck

Shareholders	Number (votes)	Percentage of votes
Approved	901,984,724	100.0000
Disapproved	-	=
Abstained	-	_
Voided ballot		
Total	901,984,724	100.0000

<sup>\*</sup>Abstained and invalid ballots are not counted as a base for counting votes.

## 6.2 Mr. Thanakit Achariyasombat

Number (votes)	Percentage of votes	
851,408,824	100.0000	
-	-	
50,575,900	į.	
851,408,824	100.0000	
	851,408,824 - 50,575,900	

<sup>\*</sup>Abstained and invalid ballots are not counted as a base for counting votes.

#### 6.3 Mr. Vichien Uasanguankul

Shareholders	Number (votes)	Percentage of votes
Approved	881,868,324	100.0000
Disapproved	-	-
Abstained	20,116,400	
Voided ballot		
Total	881,868,324	100.0000

<sup>\*</sup>Abstained and invalid ballots are not counted as a base for counting votes.

#### Agenda 7: To consider and approve the 2023 directors' remuneration

The Chairman informed the meeting that in order to comply with the Public Limited Company Act B.E. 2535 and Article 15 of the Company's Articles of Association, the remuneration of directors must be approved by the shareholders' meeting of the company. The Board of Directors considered and agreed to propose to the Annual General Meeting of Shareholders to approve the 2023 directors' remuneration. There are criteria for determining remuneration at a rate appropriate to the scope of duties and responsibilities of the Board of Directors and being consistent and comparable to the remuneration process by the Nomination and Remuneration Committee and the Board of Directors respectively according to the following details;

- The remuneration proposed for approve is monetary remuneration. There are no other forms of compensation.

Monetary compensation is in the form of meeting allowances as follows:

- 2023 directors' remuneration total amount not exceeding 2.0 million baht by assigning the Board of Directors to allocate such amount to the directors.

The Chairman gave an opportunity to the shareholders' meeting to ask questions and express opinions, which there was none.

As no one asked or commented, the chairman then asked the meeting to consider and vote. The shareholders were informed that this agenda must be approved by a vote of not less than two-thirds of the total votes of the shareholders attending the meeting and casting their votes.

## Meeting resolution

The meeting approved the remuneration of directors with more than two-thirds of the total votes of the shareholders who attended the meeting and voted as follows:

Shareholders	Number (votes)	Percentage of votes	
Approved	719,469,624	100.0000	
Disapproved		-	
Abstained	182,515,100	-	
Voided ballot			
Total	719,496,624	100.0000	

<sup>\*</sup>Abstained and invalid ballots are not counted as a base for counting votes.

#### Agenda 8: To consider and approve the appointment of the auditor for the year 2023 and determine audit fee

The Chairman informed the meeting that to comply with the Public Limited Company Act B.E. 2535 and Article 30 of the Company's Articles of Association, at the annual general meeting of shareholders every year must appoint an auditor and determine the amount of the audit fee of the company every year. And the shareholders can appoint the former auditor to continue to perform their duties. By proposing from the Audit Committee, which has a process for selecting auditors for the year 2023 and submitting to the Board of Directors for consideration. In this regard, according to the resolution of the Audit Committee Meeting No. 1/2023 on 28 February 2023 and the resolution

of the Board of Directors Meeting No. 1/2023 on 28 February 2023 approved to propose to the 2023 Annual General Meeting of Shareholders consider to appoint auditors as follows:

Karin Audit Company Limited, the list of auditors are as follows:

<ol> <li>Mr. Komin Linphrachaya</li> <li>Mr. Jadesada Hungsapruek</li> <li>Ms. Nonglak Pattanabandith</li> </ol>	Certified Public Accountant Registration No. 3675 and/or Certified Public Accountant Registration No. 3759 and/or Certified Public Accountant Registration No. 4713 and/or
4. Mr. Pojana Asavasontichai	Certified Public Accountant Registration No. 4891 and/or
5. Mr. Jirote Sirirorote	Certified Public Accountant Registration No. 5113 and/or
6. Mr. Wichian Proongpanish	Certified Public Accountant Registration No. 5851 and/or
7. Mrs. Sumana Senivongse na Ayudhya	Certified Public Accountant Registration No. 5897 and/or
8. Ms. Kannika Wipanurat	Certified Public Accountant Registration No. 7305 and/or
9. Mr. Worapol Wiriyakulapong	Certified Public Accountant Registration No. 11181 and/or
10. Ms. Kojchamon Sunhuan	Certified Public Accountant Registration No. 11536 and/or
<ol> <li>Mr. Supoj Mahantachaisakul</li> </ol>	Certified Public Accountant Registration No. 12794 and/or
12. Ms. Kanwarat Saksriborworn	Certified Public Accountant Registration No. 13273 and/or
<ol><li>Ms. Bongkotrat Suamsiri</li></ol>	Certified Public Accountant Registration No. 13512 and/or
14. Mr. Thanathit Raksathianraphap	Certified Public Accountant Registration No. 13646 and/or
Other auditors assigned by Karin Audit Co.,	, Ltd.

Any of the auditors has the authority to audit and express opinions on the company's financial statements. In this regard, all proposed auditors are auditors approved by the Securities and Exchange Commission and have no relationship and/or have conflicts of interest between the auditor and the company/subsidiaries/executives/major shareholders or persons related to such persons in a manner that may affect the independent performance of duties. In this regard, the company's auditor and the subsidiary's auditor are under the same audit firm.

And the Board of Directors deemed it appropriate to propose to the Annual General Meeting of Shareholders to determine the amount of audit fee of the company for the year 2023 in the total amount of 1,025,000 baht as detailed below;

Year 2023		Year 2022			Inqueses	
Review 3 Quarter	Annual	Total	Review 3 Quarter	Annual	Total	Increase (Decrease)
480,000	545,000	1,025,000	480,000	545,000	1,025,000	-

The Chairman gave an opportunity to the shareholders' meeting to ask questions and express opinions, which there was none.

As no one asked or commented, the chairman then asked the meeting to consider and vote. The shareholders were informed that this agenda must be approved by a majority vote of the total votes of the shareholders attending the meeting and casting their votes. At the same time, the Company brought the voting results to be displayed on the screen in the meeting room as well.

# Meeting resolution

The meeting approved the appointment of auditor with unanimous votes of the total votes of the shareholders attending the meeting and casting their votes, and the vote on the appointment of auditors for the year 2023, as follows:

1. Mr. Komin Linphrachaya	Certified Public Accountant Registration No. 3675 and/or
2. Mr. Jadesada Hungsapruek	Certified Public Accountant Registration No. 3759 and/or
3. Ms. Nonglak Pattanabandith	Certified Public Accountant Registration No. 4713 and/or
4. Mr. Pojana Asavasontichai	Certified Public Accountant Registration No. 4891 and/or
5. Mr. Jirote Sirirorote	Certified Public Accountant Registration No. 5113 and/or
6. Mr. Wichian Proongpanish	Certified Public Accountant Registration No. 5851 and/or

7. Mrs. Sumana Senivongse na Ayudhya	Certified Public Accountant Registration No. 5897 and/or
8. Ms. Kannika Wipanurat	Certified Public Accountant Registration No. 7305 and/or
9. Mr. Worapol Wiriyakulapong	Certified Public Accountant Registration No. 11181 and/or
10. Ms. Kojchamon Sunhuan	Certified Public Accountant Registration No. 11536 and/or
11. Mr. Supoj Mahantachaisakul	Certified Public Accountant Registration No. 12794 and/or
<ol><li>Ms. Kanwarat Saksriborworn</li></ol>	Certified Public Accountant Registration No. 13273 and/or
<ol><li>13. Ms. Bongkotrat Suamsiri</li></ol>	Certified Public Accountant Registration No. 13512 and/or
14. Mr. Thanathit Raksathianraphap	Certified Public Accountant Registration No. 13646 and/or

Other auditors assigned by Karin Audit Company Limited as the Company's auditors for the year 2023 and approved the audit fee in the total amount of Baht 1,025,000 for the year 2023, as follows:

Shareholders	Number (votes)	Percentage of votes
Approved	901,984,724	100.0000
Disapproved	-	-
Abstained	<b>₽</b>	-
Voided ballot		
Total	901,984,724	100.0000

<sup>\*</sup>Abstained and invalid ballots are not counted as a base for counting votes.

# Agenda 9: To consider and approve the amendment Articles of Association item 22, item 22/1, item 25 and item 27

The Chairman informed the meeting that to comply with the relevant laws, namely the Public Company Limited Act (No. 4), B.E. 2565 which was enacted to improve the Public Limited Companies Act B.E. 2535 to accommodate changes and developments in technology. For example, the delivery of letters or documents, as well as the granting of proxies to other persons to attend the shareholders' meeting can be done through electronic means, amendments to provisions relating to calling a meeting of the Board of Directors in the event that two or more directors jointly request the Chairman of the Board to call a meeting of the Board of Directors, etc. The Board therefore deemed it appropriate to amend the Company's Articles of Association to be up-to-date and in line with the aforementioned laws as follows:

#### Former text Amended text Item 22 The company's Board of Directors is to Item 22 The company's Board of Directors is to organize organize the Board of Directors' meeting at least, the Board of Directors' meeting at least once every three within the period of 3 months, once. months. The Board of Directors' meeting can be held via electronic media in recognition that the Company's head office is the meeting venue. The virtual meeting is to correspond with related laws, regulations, announcements, or criteria in current use or to be further amended in the future. In calling for the Board of Directors' Meeting, the In calling for the Board of Directors' Meeting, the Chairman or the individual appointed by the Chairman will submit the letter of invitation to the

appointment can be considered, and that the Meeting can be scheduled at sooner date.

In submitting the invitation letter to the Board of Directors' Meeting including additional documents for the Meeting, the Board of Directors may submit

directors at least 7 days ahead of the Meeting. Except

in the case of emergency to maintain the Company's rights or benefits, other methods for the Meeting's

Chairman or the individual appointed by the Chairman will submit the letter of invitation to the directors at least 3 days ahead of the Meeting. The letter of invitation may be submitted via electronic method in correspondence with related laws, regulations, announcements, or criteria in current use or to be further amended in the future. Except in the case of emergency to maintain the Company's rights or benefits, the Board of Directors' Meeting shall be informed via electronic means or other methods, and that the Meeting can be scheduled at sooner date.

#### Former text

the said invitation letter and additional documents via electronic mail.

However, a total of at least 2 Directors can submit a request to the Chairman for the Board of Directors' Meeting. Should a total of at least 2 Directors state the said request, the Chairman or the Director appointed by the Chairman will determine the Meeting's date within 14 days beginning from the day of request submission.

The Board of Directors is at liberty to organize the meeting at anywhere inside and outside the Kingdom of Thailand as determined by the Chairman or the individual tasked by the Chairman.

In addition to the Board of Directors' Meeting, the Chairman or the individual appointed by the Chairman can participate and perform actions in the Meeting via electronic media.

Item 22/1 -N/A-

Item 25 The Board of Directors is to organize the Annual General Meeting of Shareholders within 4 months beginning from the end of the Company's audit year.

The Shareholders' Meeting on other occasions apart from Clause 1 shall be called the Extraordinary Meeting.

The Extraordinary Meeting can be called by the Board of Directors at any time as deemed appropriate by the Board, or when one or more shareholders with a total of shares exceeding 10% of total paid-up shares jointly state the written request to the Board of Directors in organizing the Extraordinary Shareholders' Meeting on the condition that the reason for the Meeting must be stated in the request. In that case, the Board of Directors must organize the Shareholders' Meeting within 45 days beginning from the date of receiving the Shareholders' written request

In the case that the Board of Directors cannot organize the Meeting within the timeframe stated in Clause 2, the Shareholders that gather together or other shareholders whose gathered shares reach the

#### Amended text

Should an appropriate cause or a need to protect the Company's rights or benefits arise, a total of at least 2 Directors can jointly submit a request to the Chairman for the Board of Directors' Meeting in which they must state the topic and reasons to be considered at the Meeting. In response, the Chairman will call for and determine the Meeting's date within 14 days beginning from the day of request submission.

Should the Chairman fail to perform in line with Clause 4, the Directors stating the request can call for and determine the date for the Board of Directors' Meeting to consider the requested matter within 14 days beginning from the completion of the period in Clause 4.

The Board of Directors is at liberty to organize the meeting at anywhere inside and outside the Kingdom of Thailand as determined by the Chairman or the individual tasked by the Chairman.

Item 22/1 In the case of the Chairman's absence regardless the reason, the Vice Chairman will call for the Board of Directors' Meeting. In the case of the Deputy Chairman's absence regardless the reason, a total number of at least 2 Directors can call for the Board of Directors' Meeting.

Item 25 The Board of Directors is to organize the Annual General Meeting of Shareholders within 4 months beginning from the end of the Company's audit year.

The Shareholders' Meeting on other occasions apart from Clause 1 shall be called the Extraordinary Meeting.

The Board of Directors' Meeting can be held via electronic media in correspondence with related laws, regulations, announcements, or criteria in current use or to be further amended in the future. The virtual Meeting is to recognize the Company's head office as the meeting venue.

The Extraordinary Meeting can be called by the Board of Directors at any time as deemed appropriate by the Board, or when one or more shareholders with a total of shares exceeding 10% of total paid-up shares jointly state the written request to the Board of Directors in organizing the Extraordinary Shareholders' Meeting at any time on the condition that the reason for the Meeting must be stated in the request. In that case, the Board of Directors must organize the Shareholders' Meeting within 45 days beginning from the date of receiving the Shareholders' written request.

In the case that the Board of Directors cannot organize the Meeting within the timeframe stated in Clause 4, the Shareholders that gather together or other shareholders whose gathered shares reach the required numbers are able to call for the Meeting within 45 days beginning from the

#### Former text

required numbers are able to call for the Meeting within 45 days beginning from the completion of the timeframe stated in Clause 2. In such case, the Company shall be responsible for the necessary costs incurred from the Meeting and the appropriate facilities of the Shareholders' Meeting convened by the Board of Directors.

In the case that the attending number of shareholders cannot constitute a completed Meeting in the Shareholders' Meeting convened by the intention of the Shareholders stated in Clause 3, the shareholders as stated in Clause 3 must be responsible for the costs incurred due to the Meeting and shall pay to the Company.

Item 27 The Shareholders may attend the Shareholders' Meeting and vote by proxy. A proxy form must state the date and the signature of the Shareholder and must conform with the format authorized by the Registrar.

The proxy form must be given to the Chairman or the individual appointed by the Chairman at the Meeting prior to the proxy's attendance.

#### Amended text

completion of the timeframe stated in Clause 4. In such case, the Company shall be responsible for the necessary costs incurred from the Meeting and the appropriate facilities of the Shareholders' Meeting convened by the Board of Directors.

In the case that the attending number of shareholders cannot constitute a completed Meeting in the Shareholders' Meeting convened by the intention of the Shareholders stated in Clause 5, the shareholders as stated in Clause 5 must be responsible for the costs incurred due to the Meeting and shall pay to the Company.

In the case where a shareholder calls for a meeting on their own according to Article 5, The shareholder who calls for the meeting may send an electronic invitation letter to other shareholders with related laws, regulations, announcements, or criteria in current use or to be further amended in the future.

**Item 27** The Shareholders may attend the Shareholders' Meeting and vote by proxy. A proxy form must state the date and the signature of the Shareholder and must conform with the format authorized by the Registrar.

The proxy form must be given to the Chairman or the individual appointed by the Chairman at the Meeting prior to the proxy's attendance.

The shareholder by proxy may perform via electronic method under the safe and reliable procedure which ensures that the proxy process is carried out by the shareholder. The conduct shall correspond with related laws, regulations, announcements, or criteria in current use or to be further amended in the future.

The Board of Directors considered and deemed it appropriate to propose to the Annual General Meeting of Shareholders to approve the amendment of Articles of Association item 22, item 22/1, item 25 and item 27 as detailed above. In this regard, the Board of Directors and/or the person assigned by the Board of Directors or Managing Director to register the amendment of the Articles of Association with the Department of Business Development, Ministry of Commerce has the power to amend and add wording or text to comply with orders and/or recommendations of the Public Company Registrar.

The Chairman gave an opportunity to the shareholders' meeting to ask questions and express opinions, which there was none.

As no one asked or commented, the chairman then asked the meeting to consider and vote. The shareholders were informed that this agenda must be approved by a vote of not less than three-fourths of the total votes of the shareholders who attend the meeting and have the right to vote. At the same time, the Company brought the voting results to be displayed on the screen in the meeting room as well.

# Meeting resolution

The meeting resolved to approve with more than three-fourths of the total number of votes of the shareholders who attended the meeting and votes approve the amendment of Articles of Association item 22, item 22/1, item 25 and item 27 as detailed above, as follows:

Shareholders Approved	Number (votes) 901.984.724	Percentage of votes
Disapproved	-	-
Abstained	-	-
Voided ballot		
Total	901,984,724	100.0000

<sup>\*</sup>Abstained and invalid ballots are not counted as a base for counting votes.

#### Agenda 10: Other matters (if any)

The Chairman gave the shareholders an opportunity to propose other matters apart from the agenda specified in the invitation letter for the Annual General Meeting of Shareholders. The Chairman informed the meeting that the propose of other matters were subject to the rules and procedures under the 1992 Public Limited Companies Act, Section 105, the second paragraph which is prescribed as follows:

"When the meeting had completed the consideration under the first paragraph, shareholders holding shares in aggregate not less than one-third of the total number of shares sold may request the meeting to consider other matters which were not specified in the letter."

Question by Shareholder: Mr.Passkron Poontarigtada inquired the following questions.

1. The company has significantly changed major shareholders recently therefore, Could the Company clarify the information regarding new investors?

Answer: Mrs. Supin Siripoke, 2nd Vice Chairman of the Board of Directors clarified that the new major of shareholders were the Chinese investor who interested in a listed company and was not taking any director or any part in the management of the company as well as existing shareholders.

2. What's the company's business direction after this? and are there any new investment plans?

Answer: Mr. Vichien Uasanguankul: Director and Managing Director clarified that the Company mainly operates in energy business and also studying about integrated energy management which includes Solar Rooftop, Solar Floating, waste and others in large industrial in Eastern region. However, in any cases the company will inform The Stock Exchange of Thailand later. And the financial business is another outstanding business group. The company has established a subsidiary company for assets management, named ACC Asset Management Co., Ltd. which is currently in the process of applying for a license with the Bank of Thailand. The company has already passed an interview process with the Bank of Thailand, expected to be completed soon.

3. Will the company increase the equity in 1-2 years?

Answer: Mr. Vichien Uasanguankul: Director and Managing Director clarified that in the present, the company has not any policies in the period 1-2 years. In case of using funds, we will consider borrowing from financial institutions.

When no one asked questions, gave additional opinions, or proposed any other matter for the meeting to consider, the Chairman express his thanks to the shareholders and proxies from the shareholders for taking the time to attend the meeting via electronic media and closed the meeting.

The meeting was closed at 12.15 p.m.

(Sign)

Chairman of the meeting

(Mr. Saowapak Sakulromvilas)

(Sign)

Minutes Recorder

(Miss Siripak Padpradit)