
**Minutes of the 2024 Annual General Meeting of Shareholders
of
Primo Service Solution Public Company Limited**

The 2024 Annual General Meeting of Shareholders of Primo Service Solution Public Company Limited (the “**Company**”) was convened on 23 April 2024, at 14:00 hrs., via the Electronic Meeting (the “**E-AGM**”), broadcasting from the Vision Room, 20th Floor, 4345, Bhiraj Tower at Bitec, Bangna-Trad Road (Km.1), Bangna, Bangkok, 10260.

Directors in attendance to this meeting

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| 1) Mr. Marote Vananan | Chairman of the Board of Director / Independent Director / Chairman of the Audit Committee / Nomination and Remuneration Committee |
| 2) Ms. Supattana Ngimhoung | Independent Director / Chairman of Nomination and Remuneration Committee and Audit Committee |
| 3) Mr. Boonyarit Kalayanamit | Independent Director / Nomination and Remuneration Committee and Audit Committee |
| 4) Mr. Surin Sahachatpocanan | Director and Chief Executive Officer |
| 5) Mr. Somsakul Sangsuwan | Director and Executive Director |
| 6) Mr. Kreingkrui Kreebongkan | Director |

Executive in attendance

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| 1) Ms. Nucharee Jitardhun | Senior Vice President of Financial and Accounting |
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Legal Advisors in attendance from MSC International Law Office Co., Ltd.

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|--------------------------------|------------------|
| 1) Mrs. Sawita Suwansawat | Founder & CEO |
| 2) Mr. Tirayu Songdacha | Senior Associate |
| 3) Mr. Alongkorn Sangjan | Associate |
| 4) Ms. Supawee Chantanawaranon | Associate |

Auditors in attendance from EY Office Co., Ltd.

- | | |
|-----------------------------------|---------|
| 1) Mr. Termphong Ohpanaphan | Auditor |
| 2) Ms. Gosum Chaame | Auditor |
| 3) Ms. Sumesa Tangyoosuk | Auditor |
| 4) Miss Siriphat Chaiyarojrat | Auditor |
| 5) Miss Muthita Chawakitchawanich | Auditor |

Preliminary Proceedings

Mr. Tirayu Songdacha, who was an independent legal advisor from MSC International Law Office Co., Ltd., served as the meeting Moderator (the “**Moderator**”), gave a welcome speech to the shareholders and attendees who attended the 2024 Annual General Meeting of Shareholders of the Company (the “**Meeting**”).

The Moderator informed to the Meeting that the Meeting was conducted via the electronics means (E-AGM) only under the Emergency Decree on Electronic Meetings, B.E. 2563 (2020) and the regulations of the relevant listed company regulators. The Company assigned OJ International Co., Ltd. to serve as a service provider for the registration and the voting calculation of the Meeting.

The Company has given the shareholders an opportunity to send any advice or question before the date to where the Meeting was held via the e-mail of the Company or by post to the Company. The Company will provide the questions-and-answers session at the Meeting and will record the questions and answers on the minutes of Meeting. Moreover, the Company had published the guideline of Electronics Meeting (E-AGM) to all shareholders on the Company’s website since 23 March 2024 onwards, together with informed the Username and Password to the shareholders and proxies via email prior to the Meeting.

The Company reserved the rights to proceed with any matter in the future, including the determination guidelines and measures of risk prevention according to the law and/or the policy of the government that may be imposed in the future, and asked the attendees to the Meeting to strictly comply with the said measures and practices.

The Moderator primarily informed the details of the Company’s registered capital and shares as follows:

- The Company’s registered capital THB 160,000,000.00 (one hundred sixty million)
- Paid-up registered capital THB 160,000,000.00 (one hundred sixty million)
- Divided into 320,000,000 Ordinary Shares (three hundred twenty million)
- Value per share THB 0.50 (fifty Stang)

In this regard, the Company scheduled the date to determine the names of shareholders to be listed for the attendance of the Meeting (Record Date) on 14 March 2024.

The Moderator informed the Meeting that there were shareholders present by himself/herself, totaling 52 (Fifty-two) persons, holding a total of 255,217,860 (Two Hundred and Fifty-Five Million Two Hundred Seventeen Thousand Eight Hundred Sixty) shares, or equivalent to 79.7556 (Seventy-Nine Point Seven Five Five Six) percent of the Company’s total issued shares sold. The quorum was thus constituted in accordance with Article 34 of the Company’s Articles of Association which provides that the shareholders’ meeting shall consist of shareholders or proxies appointed by shareholders (if any) of not less than 25 (Twenty-five) persons or of not less than half of the total number of all shareholders and in aggregate holding shares of not less than one-third (1/3) of the total number of issued shares to constitute a quorum. The Moderator introduced the directors, executive directors, and advisors of the Company who attended the Meeting. And, in order to comply with the Corporate

Governance Principles, the Moderator informed the Meeting that the arrangement of the agendas, asking questions, expressing opinions or suggestions, voting methods and the vote counting methods are as follows:

1) The arrangement of the agendas and asking questions, and expressing opinions.

In the Meeting, the shareholder will consider the agenda as the sequence specified in the notice calling for the Meeting and the Company will not alter the sequence of the agenda, whereby the Company will present the supporting information of each agenda. During the Meeting, the shareholder or the proxy shall be given an opportunity to ask questions on the related agenda. Any shareholder or proxy, who wishes to ask any question, or express any opinion can proceed via message communication (Chat) by pressing the Chat tool button and typing his/her name, surname, and the details of whether the attendee is either the shareholder attending the meeting by himself/herself or the proxy holder, every time before asking the question, to be an advantage of recorded.

The Company will answer questions from the shareholder or proxy in each agenda after all information has been completely presented in each agenda. Then, the Company will let the shareholders vote on each agenda.

In case that shareholder has any question, or opinion which does not relate to the agenda being considered, please take it into the agenda of other matters at the end of the meeting. The shareholder shall express the opinion or ask the question precisely, and shall not replete the same opinion or question, in order to give other shareholders, the opportunity to exercise their rights as well. Therefore, the shareholders are kindly required to cooperate in order for the Meeting to go well and to manage the Meeting within a specified period.

The Moderator informed the Meeting that for any shareholder who sent questions, opinions, or suggestions to the Company in advance before the date of the Meeting, the Company will answer or clarify those questions to shareholders who sent such inquiries in each agenda after the information has been completely presented in each agenda as well.

In this regard, the Company may disclose personal information to individuals or agencies related to the meeting such as Advisors for organizing the meeting, electronic media service provider, and relevant agencies, and will collect personal information of shareholders for a period of time specified by relevant laws in order to achieve the objectives of the meeting.

2) Voting methods and vote counting methods for each agenda.

- 1) For voting in the Meeting, all shareholders will have the number of votes equivalent to the number of shares each shareholder holds in the Company, whereby, one share is equivalent to one vote (One Share One Vote).
- 2) Since the Meeting is an electronic meeting, the ballots were not printed out to the shareholders.
- 3) In relation to voting on each agenda, the shareholders shall tab on the E-voting button to vote on any agenda within the specified period (1 (One) minute). The shareholders can choose to vote to Agree, Disagree, or Abstain. After the vote was elected, the system will pop-up the confirmation of the vote, the shareholders shall press the button “accept” to confirm their vote.

For voting of every agenda, if the shareholders do not vote via E-Voting, within a specified period, the system will regard that the shareholders voted to Agree on the considered agenda with the number of their votes.

- 4) In the case where the shareholders need to change their vote, it can be done by re-pressing the button. If the agenda was closed, the shareholders cannot vote or change their vote on each agenda. Attendees who attended the meeting via phone or tablet must switch from ZOOM to Chrome or any other browser to vote using the E-Voting button.
- 5) When the attendees finished to vote, please back to the E-Meeting window or ZOOM to watch the video and audio of the Meeting.
- 6) The votes will be compiled by the system, and the votes will be counted from attendees who voted via the E-Voting button or via the proxy documents in advance.
- 7) In the case that the shareholders have exercised his/her rights through Proxy Form B or C to assign another person to attend the Meeting on his/her behalf, or granted a proxy to an independent director to vote on his/her behalf, and determined that the proxies shall vote in accordance with such shareholder's intention or the proxy's intention, the Company will count such vote in accordance with the intention of the shareholders or the proxies.

In the case of a foreign shareholder who has appointed a custodian in Thailand to be a share depository, his/her vote may be separated whether in Agree, Disagree or Abstain on each the agenda item, with the number of vote to be separated equivalent to the number of shares he/she holds.

- 8) Subject to Article 36 of the Company's Articles of Association, any shareholder who has special interests in any matter shall not be entitled to vote on such matter, except for voting on the election of directors.
- 9) The votes are counted in accordance with the agenda item specified in the Meeting, divided into 2 (Two) types as specified in the Public Limited Companies Act B.E. 2535 (1992) (including any amendment thereto) and the Company's Articles of Association as follow:
 - (1) The agenda item which shall be passed by a majority vote of the shareholders attending the Meeting and casting their vote, namely agenda item 2, 3, 4, and 7. The Company will count the vote only from the shareholders who cast the vote, Agree or Disagree, excluding the abstain.
 - (2) The agenda item which shall be passed by not less than two-thirds of the total votes cast by the shareholders attending the Meeting, namely agenda item 6. The Company will count the vote only from the shareholders who attended the Meeting.
 - (3) The agenda item which shall be passed by not less than three-quarters of the total number of votes of the shareholders attending the Meeting and entitled to vote, namely agenda item 5. The Company will count the vote only from the shareholders who attended the Meeting.
- 10) The total number of votes of the shareholders casted on each agenda item might not be of the

same as there will be additional shareholders and proxies entering the E-Meeting (ZOOM) from time to time. Therefore, the total of the attendees for each agenda may vary.

- 11) For the shareholder who registers after the Meeting has started, the system shall not allow such shareholder to vote the agenda item which has been completed, and shall not be counted as the quorum for the agenda which has been summarized the voting result to the Meeting.

Mrs. Sawita Suwansawat, Mr. Tirayu Songdacha, Mr. Alongkorn Sangjan and Ms. Supawee Chantanawaranon who were legal advisors from MSC International Law Office Co., Ltd. shall act as observers of the Meeting and voting through the E-Voting system.

After that, the Moderator invited Mr. Marote Vananan, the Chairman of the Board of Directors, who served as the chairman of the Meeting (the “**Chairman**”), gave a welcome speech to the shareholders and attendees who attended the Meeting.

Then, the Chairman started the Meeting to consider the matters as set out in the notice calling for the Meeting as follows:

Agenda Item 1: To consider and acknowledge the 2023 operational results of the Company and the Annual Report of the Board of Directors

The Chairman informed the Meeting that in order to comply with Section 56 of the Securities and Exchange Act B.E.2535 (including its amendment) (the “**SEC Act**”), and Section 113 of the Public Limited Company Act B.E. 2535 (including its amendment) (the “**PLC Act**”) as well as Article 41 of the Articles of Association of the Company, the Company has prepared the Statement of Financial Position and the Comprehensive Income Statements for the fiscal year ended 31 December 2023 as set out in the 2023 Annual Report (Form 56-1 One Report) and the Statement of Financial Position for the fiscal year ended 31 December 2023 (QR CODE), which is delivered to all shareholders together with this notice, as set out in Enclosure 1.

The Chairman delegated Mr. Surin Sahachatpocanan, the Chief Executive Officer (“**the Chief Executive Officer**”) to inform the Meeting of the details of this agenda.

The Chief Executive Officer informed the Meeting as follows:

Business Overview

The Company has been listed on the Stock Exchange of Thailand since 2022 and divided into 3 (three) business groups as follows:

- 1) Pre-living Services Group is a group of companies involved in construction consulting. Construction design comprises United Project Management Company Limited (UPM), which provides construction consulting and supervision services, UPM Design Studio Company Limited (UDS), which provides structural architectural design services, and Project Asia Company Limited (PJA).
- 2) Living Services Group is a company related to living. Primo Management Company Limited (PMM) provides administrative and juristic person management services for

condominiums and housing estates, Crown Residence Company Limited (CRD) provides management services for condominium and housing juristic persons at a higher and more luxurious level. Passion Realtor Co., Ltd. (PRT) provides agency, buying, selling, renting and Joint Venture Deal Maker services. Hotel & Residence HHR Management Co., Ltd. (HHR) provides residential property and service apartment management services related to long-term living, long-term rental, as well as ancillary business groups such as Leaftech Lab Company Limited (LTV) and Prop2Morrow Company Limited (P2M), etc.

- 3) Living & Earning Services Group comprises UNO Services Co., Ltd. (UNO), which provides cleaning and mechanic services for care and repair, Wyde Interior Co., Ltd. (WYDE), which provides a full range of interior decoration services, and Wyde Furniture Co., Ltd. (WFN).

Business Highlights in 2023

In 2023, the Company has invested with various companies, namely Project Asia Co. Ltd., a leading construction supervision company, Wide Furniture Co., Ltd., engaged in furniture manufacturing to increase efficiency in the Living & Earning Services business, and Livtech Lab Co. Ltd., engaged in innovation and application development, which will be an important part of the business in the future.

In addition, the Company also participated in the business of establishing Just Co On Co. Ltd. and Passion Asset 360 Co. Ltd. to enhance efficiency in sales and leasing operations. Both companies will operate as agencies that focus on providing services to foreign clients, especially affluent clients, to support the return of international markets.

In 2023, the Company's revenue was THB 1,916,000,000 (One Thousand Nine Hundred And Sixteen Million Thai Baht), growing from 2022 by approximately 109 (One Hundred And Nine) percent. The Company generated a profit for the entire year of THB 368,000,000 (Three Hundred and Sixty-Eight Million Thai Baht), an increase of 53% (fifty-three) from 2022, divided into business segments as follows:

- 1) Pre-Living Services Group is a construction supervision business group. The Group's performance was outstanding from 2022 due to its partnership with Project Asia Co., Ltd., with the turnover increasing from THB 126,000,000 (One Hundred Twenty-Six Million Thai Baht) to THB 513,000,000 (Five Hundred and Thirteen Million Thai Baht).
- 2) Living Services Group is a furniture and interior decoration business group, which the Company has fully entered into this type of business in 2023 as the Company sees it as a business group with a large market.
- 3) Living and Earning Services Group. The business in this segment has grown steadily.

The Company provides customer services for more than 380 projects or more than 40,000 (forty thousand) households. These customers constitute the Company's customer base and revenue base in the coming years.

In 2023, the Company had a remaining backlog revenue of THB 693,000,000 baht (Six Hundred Ninety-Three Million Thai Baht), with approximately THB 513,000,000 (Five Hundred Thirteen Million Thai Bath) from the Pre-Living Services Group, approximately THB 116,000,000 baht (One Hundred Sixteen Million Thai Baht) from the Living Services Group, and approximately 14,000,000 baht (fourteen million) from the Living and Earning Services Group, of which 60 (sixty) – 70 (seventy) percent of the total backlog will be recognized as revenue in 2024.

Business Direction

The Company will focus on building the Company's internal structure to be stronger to accommodate new opportunities that will come in the future which focuses on 4 aspects:

1) **Maintaining Revenue Growth**

The Company will maintain the retention rate from existing customers from year-on-year contracts. Expect to receive a contract extension (Retention) from the customer group. In addition, the Company is also focusing on new businesses other than real estate such as department stores, hotels, buildings-resorts, etc. There is an expectation that these businesses will be new markets that will generate revenue in the following year.

The Company seeks to explore new markets from existing retail customers by selling businesses in the Living & Earning Services segment such as Wyde Furniture Co., Ltd. or Uno Service Co., Ltd., which are business segments that are in constant demand, either in the form of B2B, organization-to-organization, or project-to-project

The Company will commence operations related to the management of systems in large buildings, such as government buildings or large shopping malls, which have a relatively large market and relatively few competitors, according to the plan that has been prepared since last year.

The Company has entered into investment partnerships with Just Co On Co., Ltd. and Passion Asset 360 Co., Ltd., which specialize in handling foreign customers. In order to accommodate more foreign customers returning to the country and to strengthen Passion Realtor Co., Ltd., the Company sees this type of business as still a business with potential for growth.

The Company will focus on enhancing brand value by collaborating with partners and eco system groups from both the Company's partners and companies in which it holds shares.

The Company will start to looking for customer groups to provide services at every phases of the business, rather than offering services on a project-by-project basis, as done by its subsidiaries

2) **Human Resource Development**

The Company is focused on strengthening its personnel and plans to enter into an MOU with educational institutions to enhance the skills and knowledge of employees according

to the expertise of each institution and develops courses that meet the needs of the Company. In addition, the Company may accommodate new graduates to become personnel of the Company according to the field of study of each institution.

The Company aims to create specialized courses in hotel services and technician services, establishing standards that allow for the issuance of certificates to external individuals, potentially leading to be another business for the Company.

3) Technology System Development

The Company has established Livtech Lab Co., Ltd. to develop its own application system instead of external applications and to create a platform that allows customers to access the Company's business more conveniently.

In the development of this application system, the Company does not focus for internal use. The Company focuses on developing the application to be able to generate income from third parties and possess marketable value as well.

4) Sustainability Development (ESG)

The Company is committed to providing partners or customers with whom the Company participates in the business. Contribute to society such as waste management or energy, etc.

The Company has a clear policy on good corporate governance (CG) assessment and expects higher results this year. This year, the Company has planned to apply for the Thailand Sustainability Investment (THSI) and continues to conduct its business with a strong stance against corruption, ambitious to maintain its status as a reputable company in the stock market.

The Company's target for the year 2024 is to achieve an approximate revenue of THB 2,250,000,000 (Two Billion Two Hundred Fifty Million Thai Baht). This revenue will be divided into Pre-Living Services: 28%, Living Services: 28%, Living and Earning Services: 44%. Additionally, the Company plans to introduce the "Happy Maker" to individuals associated with the Company and those in the surrounding community, aiming to bring ongoing happiness.

The Board of Directors considered and deemed it appropriate to report the Company's operating results which occurred during the fiscal year ended 31 December 2023 and the Annual Report of the Board of Directors for the previous year to the 2024 Annual General Meeting of Shareholders

The Chairman has provided an opportunity for shareholders or proxy attendees to express additional comments or questions about this agenda.

The Moderator informed the meeting that there were no shareholders or proxy attendees present to ask questions or provide additional feedback on this agenda.

This agenda item was only for acknowledgement; therefore, no voting was required.

Agenda Item 2: To consider and approve the Statement of Financial Position and the Comprehensive Income Statement for the year ended 31 December 2023 which have been audited by the certified public accountant

The Chairman informed the Meeting that in order to comply with Section 56 of the SEC Act, and Section 112 of the PLC Act, as well as Article 41 of the Articles of Association of the Company, the Company has prepared the Statement of Financial Position and the Comprehensive Income Statements for the fiscal year ended 31 December 2023 as set out in the 2023 Annual Report (Form 56-1 One Report) and the Statement of Financial Position for the fiscal year ended 31 December 2023 (QR CODE), which is delivered to all shareholders together with this notice, as set out in Enclosure 1 which has been sent to the shareholders together with the notification of this Meeting. In this regard, the Financial Statement and Comprehensive Income Statement for the year ended 31 December 2023 have been audited by the certified public accountant and have been reviewed by the Audit Committee and approved by the Board of Directors' meeting.

The Chairman delegated Miss Nucharee Jitardhun, Senior Vice President of Financial and Accounting to inform the Meeting of the details of this Agenda.

Miss Nucharee Jitardhun informed the Meeting as follows:

(Unit: Baht)

Transactions from the Consolidated Financial Statements	31 December 2023	31 December 2022	31 December 2021
Total Assets	2,490,524,032.00	1,635,843,581.00	265,378,274.00
Total Liabilities	744,185,199.00	152,509,323.00	76,323,667.00
Shareholders' equity	1,746,338,833.00	1,483,334,258.00	189,054,607.00
Total Revenues	1,915,944,589.00	914,609,325.00	489,563,612.00
Profit (loss) before income tax	462,316,547.00	307,266,915.00	146,698,652.00
Net profit (loss)	368,391,692.00	240,117,424.00	111,248,066.00
Earnings (loss) per share	1.14	1.45	20.79

****Remark: Modified in accordance with the Accounting Standard.**

The Chairman gave the shareholders or the proxy holders who attended the Meeting an opportunity to raise further questions of this agenda item. There were no shareholders or proxies raised any questions in this agenda.

The Chairman proposed the Meeting to approve the Financial Statements and Comprehensive Income Statements for the year ending 31 December 2023 which have been audited by the certified public accountant.

Resolution The Meeting resolved to consider and the Financial Statements and Comprehensive Income Statements for the fiscal year ending 31 December 2023 which have been audited by the certified public accountant, with the following votes:

Result	Number of votes (1 share = 1 vote)	Percentage of shareholders attending the meeting and casting their votes
Approved	255,115,760	100.0000
Disapproved	0	0.0000
Abstained	162,200	-
Total of 54 (Fifty-four) shareholders, representing 255,277,960 (Two Hundred and Fifty-Five Million Two Hundred And Seventy-Seven Thousand Nine Hundred Sixty) votes		

Remark: The resolution on this agenda item shall be passed by a majority vote of the shareholders attending the Meeting and casting their votes pursuant to Clause 36 (1) of the Articles of Association of the Company.

Agenda Item 3: To consider and approve the omission of appropriating the net profits to be a legal reserve fund and approve the dividend payment for the year 2023

The Chairman informed to the Meeting that this is agenda to consider and approve the omission of appropriating the net profits to be a legal reserve fund and approve the dividend payment for the year 2023. The Chairman delegated Miss Nucharee Jitardhun, Senior Vice President of Financial and Accounting to inform the Meeting of the details of this Agenda.

Senior Vice President of Financial and Accounting informed the Meeting that in order to comply with Section 116 of the PLC Act and Article 46 of the Articles of Association of the Company provide that the Company shall appropriate part of its annual net profits to a legal reserve fund in an amount of not less than 5 (Five) percent of the annual net profits with the deduction therefrom the amount representing the accumulated loss carried forwards (if any) until this reserve fund reaches the amount of not less than 10 (Ten) percent of the registered capital. In this regard, the Company has fully appropriated the net profits to be a legal reserve fund as required by laws in the amount of THB 16,000,000 (Sixteen Million Thai Baht), accounting for 10 (Ten) percent of the registered capital of THB 160,000,000 (One Hundred and Sixty Million Thai Baht) as of 31 December 2023; therefore, the Company is not required to appropriate for any other legal reserve fund for the year 2023

In addition, Section 115 of the PLC Act and Article 45 of the Articles of Association provide that the Company shall not pay the dividend out of fund other than profits. In case that the Company sustains the accumulated loss, no dividends may be paid. The Company has the dividend payment policy to distribute the dividend to shareholders at a rate of not less than 40 (Forty) percent of the net profits in accordance with the Separate Financial Statements, after the deducting the corporate income tax and any legal reserve fund annually specified by laws and the Company. In this regard, the Board of Directors will consider the distribution of dividends by taking into account the various factors in order to ensure benefits for the shareholders.

In 2023, the Company paid the interim dividend, according to the resolution of the Board of

Directors of the Company No. 6/2023, which was held on 14 August 2023, for company performance of the first six-month period of 2022, and retained earnings by cash, at the rate of THB 0.394 per share, or in the accounted amount not exceeding THB 126,080,000.00 (one hundred twenty-six million eighty thousand Thai Baht).

Therefore, in 2023, the Company has paid a total dividend not exceeding THB 456,080,000 (four hundred fifty-six million eighty thousand Thai Baht), which is equivalent to a dividend payout rate in 2023 of 114% (one hundred fourteen percent) of the net profit according to the Separate Financial Statements, which is a rate higher than the minimum requirement of the Company's dividend policy.

A Schedule about dividend payment

Details	Date
Record Date	14 March 2024
Dividend payment date	23 May 2024

A Comparison of the Dividend Payment in the previous years of the Company as a listed company

Details of the Payment of Dividend	2023 (Proposed Year)	2022
1. Number of issued and paid-up shares (share)	320,000,000	320,000,000
2. Dividend per Share (THB/share)	1.42525	0.73000
2.1 Interim Dividend (THB/share)	0.39400	0.73000
2.2 Other Dividend (THB/share)	1.03125	-
3. Total Dividend Payment (THB)	456,080,000	175,200,000
3.1 Interim Dividend (THB)	126,080,000	175,200,000
3.2 Other Dividend (THB)	330,000,000	-
4. Net Profits (losses) under the Separate Financial Statements	401,800,370	240,228,688
5. Rate of dividend payment after comparing with net profits under the Separate Financial Statements (percent)	114	73

Remark: The 2023 Annual General Meeting resolved to omit the dividend payment for the year 2022.

The Board of Directors resolved to propose to the Shareholders' Meeting to omit of

appropriating the net profits to be a legal reserve fund and approve to distribute the dividend from the operational results of the latter six-month period of 2023 at the rate of THB 1.0313 per share, amounting to a total dividend not exceeding THB 330,000,000 (three hundred thirty million Thai Baht), whereby the Company will pay the dividend by cash. In this regard, the Company will schedule 14 March 2024 as the date to record the names of the shareholders who are entitled to this dividend payment (Record Date) and pay the dividend to shareholders by 23 May 2024. However, such the right to receive dividend is still uncertain, as this matter is required to be further approved by the Shareholders' Meeting.

The Chairman has provided an opportunity for shareholders or proxy attendees to express additional comments or questions about this agenda.

The Moderator informed the meeting that there were no shareholders or proxy attendees present to ask questions or provide additional feedback on this agenda.

The Chairman proposed the Meeting to consider and approve the omission of appropriating the net profits to be a legal reserve fund and approve the dividend payment for the year 2023.

Resolution The Meeting resolved to approve the omission of appropriating the net profits to be a legal reserve fund and approve to distribute the dividend from the operational results of the latter six-month period of 2023 at the rate of THB 1.0313 per share, amounting to a total dividend not exceeding THB 330,000,000 (three hundred thirty million Thai Baht), whereby the Company will pay the dividend by cash. In this regard, the Company will schedule 14 March 2024 as the date to record the names of the shareholders who are entitled to this dividend payment (Record Date) and pay the dividend to shareholders by 23 May 2024, with the following votes:

Result	Number of votes (1 share = 1 vote)	Percentage of shareholders attending the meeting and casting their votes
Approved	255,277,960	100.0000
Disapproved	0	0.0000
Abstained	0	-
Total of 54 (Fifty-four) shareholders, representing 255,277,960 (Two Hundred and Fifty-Five Million Two Hundred And Seventy-Seven Thousand Nine Hundred Sixty) votes		

Remark: The resolution on this agenda item shall be passed by a majority vote of the shareholders attending the Meeting and casting their votes pursuant to Clause 36 (1) of the Articles of Association of the Company.

Agenda Item 4: To consider and approve the re-election of the directors who are due to retire by rotation and to consider the appointment of new director

The Chairman informed the Meeting that this is the agenda to consider and approve the re-

election of the directors who are due to retire by rotation, as Mr. Somsakul Sangsuwan, Director and Executive Director, and Mr. Keingkrai Kreebongkan, Director, are the directors whose terms are ended at this meeting, The Chairman delegated the Moderator to inform the Meeting of the details of this agenda.

The Moderator informed the Meeting that section 71 of the PLC Act and Article 18 of the Company's Articles of Association provide that, at every annual general meeting, one-third (1/3) of the directors shall retire from the office. If the number of directors is not a multiple of three, then the number nearest to one-third (1/3) shall retire from the office. A director who vacates office under this provision may be re-elected.

In this 2024 Annual General Meeting of Shareholders, there are 2 (Two) directors who are required to retire from the office, as follows:

1. Mr. Somsakul Sangsuwan Director and Executive Director
2. Mr. Keingkrai Kreebongkan Director

For transparency, the Company requested 2 (Two) directors who are due to retire and purposed to be re-elected to leave the electronic meeting during the consideration in order to allow shareholders to vote independently.

In this regard, the Company has provided the shareholders with the opportunity to nominate persons to be selected as directors in advance for the 2024 Annual General Meeting of Shareholders from 28 December 2023 to 16 February 2024, via the Company's website. It appeared that no shareholder nominating a person to be elected as a director of the Company.

The Board of Directors, therefore; has followed the guidelines for nominating directors, by considering the suitability, qualifications, education, experiences, skills and professional expertise, including composition of the total directors of the Company, as well as the efficiency and performance as the director of the Company in the past, with all due circumspection. It turned out that those directors, who are due to retire by rotation, are qualified and suitable for the Company's business operations, including that, in the past, all directors perform of their duties well and efficiently and were able to express their opinions independently and in accordance with the relevant rules.

Therefore, the Board of Directors' Meeting deemed it appropriate to propose the 2024 Annual General Meeting of Shareholders to approve the re-election of the 2 (Two) directors who are due to retire by rotation, namely (1) Mr. Somsakul Sangsuwan and (2) Mr. Keingkrai Kreebongkan, to hold directorships in the office for another term of which details of the profiles, educational backgrounds, work experiences, shareholding proportions and directorships in other companies of Mr. Somsakul Sangsuwan and Mr. Keingkrai Kreebongkan are set out in Profiles of the candidates nominated for election as directors to replace those who are due to retire by rotation which was sent to the shareholders together with the invitation letter of the Meeting.

In addition, as Mr. Sumeth Ratanasrikul has resigned from the position of Director of the Company, effective from 14 August 2023, the Board of Directors has considered and deemed that Mr. Niwat Lomunphan has the knowledge, abilities, experiences, and expertise that is beneficial to the Company's business, and having ethics in doing business including the qualifications and not having

prohibited characteristics according to Section 68 of the PLC Act, and the SEC Act as well as related announcements, of which details of the profiles, educational backgrounds, work experiences, shareholding proportions and directorships in other companies are set out in Profiles of the candidates nominated for election as directors which was sent to the shareholders together with the invitation letter of the Meeting.

Section 86 of the PLC Act and Article 28 of the Company's Articles of Association, the director shall not operate any business which has the same nature as and is in competition with the business of the company, unless he or she notifies the meeting of shareholders prior to the resolution for his or her appointment to certify any business which is in the same nature as and is in competition with the business of the company. In this regard, Mr. Niwat Lamunpanth has engaged in a business of the same nature and is in competition with the Company's business as follows:

1.	Nicholas & Pascal Company Limited	Director and Shareholder Remark: Holding shares in the company in the amount of 99.99 % of the registered capital
2.	The Iconsiam Superlux Residences	Building Manager
3.	Hyde Sukhumvit 11	Building Manager
4.	Navarang Residences	Building Manager
5.	Sailom Suite	Building Manager
6.	The View Phuket	Building Manager
7.	Sevens Sea Pattaya	Building Manager
8.	Sevens Sea Cote d' Azur Pattaya	Building Manager
9.	The Zea Sriracha	Building Manager
10.	Navarang Asset Company Limited	Consultant
11.	Menam Development Co., Ltd.	Consultant
12.	Benja Company Limited	Consultant
13.	Ametus Development Company Limited	Consultant and Shareholder Remark: Holding shares in the company in the amount of 3.3333% of the registered capital

In addition, the Board of Directors' Meeting deemed it appropriate to propose the 2024 Annual General Meeting of Shareholders to approve the re-election of 1 (One) independent director, namely Ms. Supattana Ngimhoung, is qualified to be the independent director in accordance with the laws and regulations regarding independent directors of which details of the profiles, educational backgrounds, work experiences, shareholding proportions and directorships in other companies are set out in Profiles of the candidates nominated for election as directors to replace those who are due to retire by rotation which was sent to the shareholders together with the invitation letter of the Meeting.

The Board of Directors, excluding the nominated directors, deemed it appropriate to propose to the Meeting to approve the re-election of the 2 (Two) directors who are due to retire by rotation, namely (1) Mr. Somsakul Sangsuwan and (2) Mr. Keingkrai Kreebongkan, to hold directorships in the office for another term and to appoint 1 (one) new director, Mr. Niwat Lamunpandh to replace the director who has resigned. This proposal for the appointment of directors has been thoroughly assessed by the Nomination and Remuneration Committee according to the Company's the guidelines for nominating directors and approved by the Board of Directors' Meeting as of 27 February 2024.

Therefore, after the Meeting has resolved to re-elect the retired directors for another term, the Company will have 7 (Seven) directors as follows:

- | | |
|-------------------------------|---|
| 1) Mr. Marote Vananan | Chairman of the Board of Director, Independent Director, and Chairman of Audit Committee |
| 2) Ms. Supattana Ngimhoung | Independent Director, Chairman of Nomination and Remuneration Committee and Audit Committee |
| 3) Mr. Boonyarit Kalayanamit | Independent Director Nomination and Remuneration Committee and Audit Committee |
| 4) Mr. Surin Sahachatpocanan | Director and Chief Executive Officer |
| 5) Mr. Somsakul Sangsuwan | Director and Executive Director |
| 6) Mr. Kreingkrai Kreebongkan | Director |
| 7) Mr. Niwat Lamunpandh | Director |

The Chairman gave the shareholders or the proxy who attended the Meeting an opportunity to express their opinions and further inquire about this agenda item.

The Moderator informed the Meeting that there were no shareholders or proxies inquiring or raising any suggestion in this agenda.

The Chairman proposed the Meeting to consider and approve re-election of the directors who are due to retire by rotation and appointment of new director.

Resolution The Meeting has considered and resolved to approve to approve the re-election of the 2 (Two) directors who are due to retire by rotation, namely (1) Mr. Somsakul Sangsuwan and (2) Mr. Keingkrai Kreebongkan, to hold directorships in the office for

another term and to appoint 1 (one) new director, Mr. Niwat Lamunpandh to replace the director who has resigned, in accordance with the following votes:

1. Mr. Somsakul Sangsuwan

Result	Number of votes (1 share = 1 vote)	Percentage of shareholders attending the meeting and casting their votes
Approved	255,277,960	100.0000
Disapproved	0	0.0000
Abstained	0	-
Total of 54 (Fifty-four) shareholders, representing 255,277,960 (Two Hundred and Fifty-Five Million Two Hundred And Seventy-Seven Thousand Nine Hundred Sixty) votes		

2. Mr. Keingkrai Kreebongkan

Result	Number of votes (1 share = 1 vote)	Percentage of shareholders attending the meeting and casting their votes
Approved	255,277,960	100.0000
Disapproved	0	0.0000
Abstained	0	-
Total of 54 (Fifty-four) shareholders, representing 255,277,960 (Two Hundred and Fifty-Five Million Two Hundred And Seventy-Seven Thousand Nine Hundred Sixty) votes		

3. Mr. Niwat Lamunpandh

Result	Number of votes (1 share = 1 vote)	Percentage of shareholders attending the meeting and casting their votes
Approved	255,277,960	100.0000
Disapproved	0	0.0000
Abstained	0	-

Total of 54 (Fifty-four) shareholders,
representing 255,277,960 (Two Hundred and Fifty-Five Million Two Hundred
And Seventy-Seven Thousand Nine Hundred Sixty) votes

Remark: The resolution on this agenda item shall be passed by a majority vote of the shareholders attending the Meeting and casting their votes pursuant to Clause 36 (1) and 17(2) of the Articles of Association of the Company. The vote shall individually be casted for each of the proposed directors.

Agenda Item 5: To consider and approve the amendments of the Company’s Articles of Association

The Chairman informed the Meeting that this is the agenda to consider and approve the amendments of the Company’s Articles of Association, the Chairman delegated the Moderator to inform the Meeting of the details of this agenda.

The Moderator informed the Meeting that according to the PLC Act (No. 4) B.E. 2565 (2022) which has been promulgated in the Royal Thai Government Gazette, and is effective as of 24 May 2022, the Act has been amended to support the management of conducting meeting via electronic approach, and convening the meeting to be modern, enhance efficiency, reduce unnecessary expenses, and facilitate the investors. Therefore, to amend the Articles of Association of the Company to be in accordance with the PLC Act as amended in B.E. 2565 (2022), The Board of Directors deemed it appropriate to propose to the Shareholders’ Meeting to consider and approve the amendment to the Company’s Articles of Association of 5 (Five) articles by amending 4 articles (Article 26, 33, 34, and 45) of which details are as set out in Enclosure 5.

Article No.	Original	Proposed Amendment
26	In calling a meeting of the Board of Directors, the chairman of the board or the person assigned shall send a meeting notice to the directors at least 3 days before the meeting date, except in cases of urgent necessity to preserve the rights or benefits of the company, the meeting can be notified by other means and the meeting date can be set earlier than that.	In calling a meeting of the Board of Directors, the chairman of the board or the person assigned shall send a meeting notice to the directors at least 3 days before the meeting date, except in cases of urgent necessity to preserve the rights or benefits of the company, the meeting can be notified by other means and the meeting date can be set earlier than that. <u>The Chairman of the Board shall call a meeting of the Board of Directors. However, when there is reasonable cause or to preserve the rights or benefits of the Company, two or more directors may jointly request the Chairman of the Board of Directors to call a meeting of the Board of Directors, provided that the matters and reasons to be proposed to the meeting for</u>

Article No.	Original	Proposed Amendment
		<p><u>consideration shall be specified. In such case, the Chairman of the Board shall call and set a meeting date within fourteen (14) days from the date of receipt of such request.</u></p> <p><u>In the event that the Chairman of the Board does not proceed with calling a meeting as requested by the Board of Directors The directors who make the request may jointly call and schedule a meeting of the committee to consider the requested matter within fourteen (14) days from the expiration of the period under the preceding paragraph.</u></p> <p><u>In the event that the Chairman of the Board is not available for any reason, the Vice Chairman of the Board shall call a meeting of the Board of Directors. In the event that the Vice Chairman is not available for any reason. Two or more directors may jointly call a meeting of the board of directors.</u></p>
33	<p>In calling a shareholders' meeting, the Board of Directors shall arrange to have a meeting notice specifying the location, date, time, agenda. and matters to be presented to the meeting together with reasonable details, clearly specifying that it is a matter to be presented for acknowledgement, for approval, or for consideration, as the case may be, including the opinions of the Board of Directors on such matters, and send it to shareholders and the registrar not less than 7 days before the meeting date <u>and advertise the meeting notice in a daily Thai newspaper published and distributed in the area where the company's head office is located for 3 consecutive periods, not less than 3 days before the meeting date.</u></p> <p>The place for the meeting shall be in the same area as with the head office or any other place based on its discretion of the board of directors.</p>	<p>In calling a shareholders' meeting, the Board of Directors shall arrange to have a meeting notice specifying the location, date, time, agenda. and matters to be presented to the meeting together with reasonable details, clearly specifying that it is a matter to be presented for acknowledgement, for approval, or for consideration, as the case may be, including the opinions of the Board of Directors on such matters, and send it to shareholders and the registrar not less than 7 days before the meeting date <u>and this notice shall be published in a newspaper or using electronic advertising instead by proceeding according to the rules and methods specified by law.</u></p> <p>The place for the meeting shall be in the same area as with the head office or any other place based on its discretion of the board of directors.</p>

Article No.	Original	Proposed Amendment
34	<p>A quorum of the meeting shall consist of shareholders or proxies (if any) who represent no less than twenty-five (25) persons or no less than one-half of the total number of shareholders, holding in aggregate no less than one-third (1/3) of the total number of issued shares to constitute a quorum.</p> <p>If after an hour (1) from the time stated for the start of any meeting, the number of shareholders present does not constitute a quorum as specified in the paragraph one, such meeting shall be cancelled if such meeting was requested by shareholders. However, in some other cases, the meeting shall be called again and notice for a new meeting shall be sent to shareholders not less than seven (7) days before the date of the meeting. In this new meeting, no quorum be required.</p>	<p>A quorum of the meeting shall consist of shareholders or proxies (if any) who represent no less than twenty-five (25) persons or no less than one-half of the total number of shareholders, holding in aggregate no less than one-third (1/3) of the total number of issued shares to constitute a quorum.</p> <p>If after an hour (1) from the time stated for the start of any meeting, the number of shareholders present does not constitute a quorum as specified in the paragraph one, such meeting shall be cancelled if such meeting was requested by shareholders. However, in some other cases, the meeting shall be called again and notice for a new meeting shall be sent to shareholders not less than seven (7) days before the date of the meeting. In this new meeting, no quorum be required.</p> <p><u>The meeting of shareholders shall proceed according to the agenda specified in the meeting notice, unless the meeting resolves to change the agenda order by a vote of no less than two-thirds (2/3) of the total number of shareholders present at the meeting.</u></p> <p><u>After considering the matters specified in the agenda of the meeting as stipulated in the meeting notice, if shareholders holding collectively not less than one-third (1/3) of the total issued shares request, the meeting may consider additional matters apart from those specified in the meeting notice.</u></p> <p><u>In the event that the meeting cannot conclude its consideration of the matters specified in the meeting notice or additional matters proposed by shareholders and it is necessary to adjourn the consideration, the meeting shall schedule the time, date, and venue for the next meeting. The board of directors shall send notices specifying the venue, date, time, and agenda of the</u></p>

Article No.	Original	Proposed Amendment
		<u>meeting to shareholders no less than seven (7) days before the meeting. Additionally, the notice of the meeting shall be advertised in a newspaper or through electronic media, following the criteria and methods as prescribed by law.</u>
45	<p>It is prohibited to distribute dividends from any type of money other than profits. In cases where the Company still has accumulated losses, it is prohibited from dividing dividends.</p> <p>Dividends shall be divided according to the number of shares, each share equally, unless the Company issues preference shares with a different specification on receiving of dividend payment from the ordinary shares then such allocation of dividend payment shall be specified provided that such dividend payment must be approved by the shareholders' meeting.</p> <p>The Board of Directors may from time to time pay to the shareholders from time to time where the Company has reasonable profits to do so. and report to the shareholders at the next meeting.</p> <p>The payment of dividends shall be made within one month from the date that a resolution is passed by the shareholders' meeting or the Board of Directors, as the case may be <u>and a written notice shall be delivered to the shareholders and the notice of such dividend payment shall be published in a newspaper not less than three (3) days.</u></p>	<p>It is prohibited to distribute dividends from any type of money other than profits. In cases where the Company still has accumulated losses, it is prohibited from dividing dividends.</p> <p>Dividends shall be divided according to the number of shares, each share equally, unless the Company issues preference shares with a different specification on receiving of dividend payment from the ordinary shares then such allocation of dividend payment shall be specified provided that such dividend payment must be approved by the shareholders' meeting.</p> <p>The Board of Directors may from time to time pay to the shareholders from time to time where the Company has reasonable profits to do so. and report to the shareholders at the next meeting.</p> <p>The payment of dividends shall be made within one month from the date that a resolution is passed by the shareholders' meeting or the Board of Directors, as the case may be and a written notice shall be delivered to the shareholders and <u>the notice of such dividend payment shall be published in newspaper or electronics media, following the criteria and methods as prescribed by law.</u></p>

The Board of Directors deemed it appropriate to propose to the 2023 Annual General Meeting of Shareholders to consider and approve the amendment 4 articles (Article 26, 33, 34, and 45) of the Articles of Association of the Company to be in accordance with the PLC Act as amended in B.E. 2565 (2022), and to improve the methods for convening the Board of Directors' Meeting and the Shareholders' Meeting to be modern, up-to-date, and efficient, to reduce burden and unnecessary

expenses, and to facilitate shareholders, and to approve the authorization of the person whom the Directors deemed it appropriate to the registration of the amendment of the Articles of Association of the Company, including amending and/or changing and adding the context to be in accordance with the Registrar's orders as necessary and appropriate, without affecting the substantial content of the amendment of the Articles of Association of the Company in order to complete the registration of the amendment of the Articles of Association of the Company.

The Chairman has provided an opportunity for shareholders or proxy attendees to express additional comments or questions about this agenda.

The Moderator informed the meeting that there were no shareholders or proxy attendees present to ask questions or provide additional feedback on this agenda.

The Chairman proposed the Meeting to consider and approve the amendments of the Company's Articles of Association.

Resolution The Meeting resolved to approve the amendments of the Company's Articles of Association, with the following votes:

Result	Number of votes (1 share = 1 vote)	Percentage of shareholders attending the meeting and casting their votes
Approved	255,277,960	100.0000
Disapproved	0	0.0000
Abstained	0	-
Total of 54 (Fifty-four) shareholders, representing 255,277,960 (Two Hundred and Fifty-Five Million Two Hundred And Seventy-Seven Thousand Nine Hundred Sixty) votes		

Remark: The resolution on this agenda item shall be approved by votes of not less than three-quarters of the total number of votes of the shareholders attending the Meeting and entitled to vote pursuant to Clause 36 (3) of the Articles of Association of the Company.

Agenda Item 6: To consider and approve the remuneration of the board of directors and the sub-committee for the year 2024

The Chairman informed to the Meeting that this is agenda to consider and approve the remuneration of the board of directors and the sub-committee for the year 2024. The Chairman delegated Ms. Supattana Ngimhoung, the Chairman of the Nomination and Remuneration Committee, to inform the Meeting of the details of this agenda.

The Chairman of the Nomination and Remuneration Committee informed the Meeting that Section 90 of the PLC Act and Article 23 of the Articles of Association of the Company provide that

the determination of the directors' remuneration in form of rewards, meeting allowance, bonus or benefits in other forms requires the approval from the shareholders' meeting. Under the process of the determination of the directors' remuneration, the Nomination and Remuneration Committee shall consider remuneration in regards to the size of the business, the responsibilities of the directors, and the comparison with the range of remuneration of other listed companies on the Stock Exchange of Thailand which their Market Capitalization are as similar as that of the Company, propose to the Board of Directors' Meeting to consider and deem it appropriate to propose to the Shareholders' Meeting for the approval the remuneration of the board of directors and the sub-committee as following:

1. Monetary Compensation

- (1) Meeting allowance for the Board of Directors (Baht/time/person) (only for directors who attend the meeting)

Unit : THB

Board/Committee	Chairman of the Board Director		Director	
	2024	2023	2024	2023
Board of Directors	20,000	20,000	15,000	15,000
Audit Committee	15,000	15,000	10,000	10,000
Nomination and Remuneration Committee	15,000	15,000	10,000	10,000
Risk Management Committee	15,000	15,000	10,000	10,000
Corporate Governance Committee	-	-	-	-

Remark : The Executive Directors of the Company are not entitled to receive meeting allowances in any event.

- (2) Bonus [none]

2. Other Compensation and Privilege (excluding benefits provided to general employees)

- No any other benefits and privilege –

The Board of Directors will not receive the bonus, special compensation and other benefits, both monetary and non-monetary. In addition to welfare provided to general employees with conditions as specified by the Company.

The Board of Directors deemed it appropriate to propose to the Shareholders' Meeting to approve the determination of remuneration directors and of sub-committees for the year 2024 as proposed in all respect. In this regard, such determination has been considered by the Nomination and Remuneration Committee and deemed it appropriate by the Board of Directors' Meeting.

The Chairman gave the shareholders or the proxy who attended the Meeting an opportunity to express their opinions and further inquire about this agenda item.

The Moderator informed the Meeting that there were no shareholders or proxies inquiring or raising any suggestion in this agenda.

The Chairman proposed the Meeting to consider and approve the remuneration of directors and sub-committees for the year 2024.

Resolution The Meeting resolved to approve the remuneration of the board of directors and the sub-committee for the year 2024, with the following votes:

Result	Number of votes (1 share = 1 vote)	Percentage of shareholders attending the meeting
Approved	255,633,460	100.0000
Disapproved	0	0.0000
Abstained	0	-
Total of 55 (Fifty-five) shareholders, representing 255,633,460 (Two Hundred and Fifty-Five Million Six Hundred And Thirty-Three Thousand Four Hundred Sixty) votes		

Remark: The resolution on this agenda item shall be passed by a vote of no less than two-thirds (2/3) of the total votes cast by the shareholders attending the Meeting pursuant to Clause 36 (2) of the Articles of Association of the Company.

Agenda Item 7: To consider and approve the appointment of the auditors and the determination of the audit fee for the year 2024

The Chairman informed to the Meeting that this is agenda to consider and approve the appointment of the auditors and the determination of the audit fee for the year 2023. The Chairman delegated Mr. Marote Vananan, Chairman of Audit Committee, to inform the Meeting of the details of this agenda.

Chairman of Audit Committee informed the Meeting that in order to comply with Section 120 of the PLC Act, and Article 37 of the Articles of Association of the Company, at an annual general meeting of shareholders of each year, there shall be an appointment of an auditor and the determination of an audit fee of the Company. In appointing an auditor, the former auditor may be re-appointed. In

addition, according to the Announcement of the Capital Market Supervisory Board No. Tor Jor 44/2013 Criteria, conditions and procedures for reporting disclosure of information on the financial position and operating results of the issuing company Clause 23 requires the Company to arrange for an auditor rotation in the event that any auditor has performed the duty of reviewing or auditing and expressing opinions on the Company's financial statements for 7 (seven) financial years, whether consecutive or not. At the end of at least 5 (five) consecutive fiscal years.

In this regard, the Audit Committee Meeting No. 1/2024 has considered and selected the auditors for the year 2024 and proposed to the Board of Directors' Meeting No. 2/2024 to consider and deem it appropriate to propose to the Shareholders' Meeting to approve the appointment of 3 (Three) auditors from EY Office Company Limited as the auditors of Company for the year 2024, namely:

1. Mr. Termphong Oppanapan Certified Public Account No. 4501
The number of years certified financial statements of the Company 0 year; and/or
2. Ms. Gosum Chaame Certified Public Account No. 6011
The number of years certified financial statements of the Company 0 year; and/or; and/or
3. Ms. Sumesa Tangyoosuk Certified Public Account No. 7627
The number of years certified financial statements of the Company 0 year.

In the case that these auditors above are unable to perform their duties, EY Office Company Limited shall arrange for other of its auditors to audit the accounts and report their opinions on the Financial Statements of the Company in lieu of the aforementioned auditors. The determination of the audit fee for the year 2024 is in amount of THB 1,400,000 (five million three hundred and fifty thousand Thai Baht), and there is no non-audit fee. The comparison of the audit fee is set out below:

(Unit:THB)

Audit fee	2024 (Purposed year)	2023	2021
Audit-Fee	THB 1,400,000	THB 1,200,000	THB1,200,000
Non-Audit Fee	None	None	None

In this regard, all 3 (three) auditors are not shareholders of the Company, do not have relationship with the Company, do not have any conflict of interest with the Company/ the subsidiaries of the Company/ the executives/ the majority shareholders/ or the related person(s) of the aforementioned person(s) and do not provide any advisory service to the Company. Therefore, such auditors are independent to audit and report opinions towards the Company's Financial Statement.

In this regard, the Company has its subsidiaries appoint the auditors from EY Office Company Limited to be their auditors as well. The Board of directors will supervise and follow up the Auditor to

prepare Financial Statements of the Company and its subsidiaries to be finished on time specified by the relevant laws and regulations.

The appointment of the auditors and determination of the audit fee for the year 2024 has been considered by the Audit Committee. The Audit Committee has opinions that none of the aforementioned auditors have relationship with the Company, and have any conflict of interest with the Company/ the subsidiaries of the Company/ the executives/ the majority shareholders/ or the related person(s) thereof. Therefore, the auditors are independent to audit and report their opinion on the Financial Statements of the Company, and have the satisfactory working results. It is found that none of the aforementioned auditors have performed their duty to review, audit, and report their opinion on the Financial Statements of the Company more than 7 (Seven) accounting years.

The Board of Directors deemed it appropriate to propose to the 2024 Annual General Meeting of Shareholders to approve the appointment of

1. Mr. Termphong Oppanapan Certified Public Account No. 4501; and/or
2. Ms. Gosum Chaame Certified Public Account No. 6011; and/or;
3. Ms. Sumesa Tangyoosuk Certified Public Account No. 7627

of EY Office Services Limited, as the auditors of the Company for the year 2024; and the determination of the audit fee for the year 2024 at THB 1,400,000 (One Million Four Hundred Thousand Thai Baht), and in the case these auditors cannot perform their duty, EY Office Services Limited is allowed to arrange for other of its auditor to audit the accounts and report their opinions on the Financial Statements of the Company in lieu of the aforementioned auditors.

The Chairman gave the shareholders or the proxy who attended the Meeting an opportunity to express their opinions and further inquire about this agenda item.

The Moderator informed the Meeting that there were no shareholders or proxies inquiring or raising any suggestion in this agenda.

The Chairman proposed the Meeting to consider and approve the appointment of the auditors and the determination of the audit fee for the year 2024.

Resolution The Meeting resolved to approve the appointment of the auditors and the determination of the audit fee for the year of 2024, with the following votes:

Result	Number of votes (1 share = 1 vote)	Percentage of shareholders attending the meeting and casting their votes
Approved	249,965,960	97.7830
Disapproved	5,667,500	2.2170
Abstained	0	-
Voided ballots	0	-
Total of 55 (Fifty-five) shareholders, representing 255,633,460 (Two Hundred and Fifty-Five Million Six Hundred And Thirty-Three Thousand Four Hundred Sixty) votes		

Remark: The resolution on this agenda item shall be passed by a majority vote of the shareholders attending the Meeting and casting their votes pursuant to Clause 36 (1) of the Articles of Association of the Company.

Agenda Item 8 Other matters (if any)

For this agenda item, the Chairman informed the Meeting that this agenda item allows the shareholders to propose other matters apart from those provided in the notification of the Meeting. All matters proposed under this agenda item must be within the criteria and procedures prescribed by laws. The Chairman delegated the Moderator to inform the Meeting of the details of this agenda.

The Moderator informed that in order to propose other agendas apart from those provided in the notification of the Meeting, according to the PLC Act, Section 105 paragraph 2 providing that once the meeting considers all agenda item respectively based on the agenda list provided in the notice calling a meeting, shareholders whose shares altogether are equivalent to one-third (1/3) of the total issued shares may request the meeting to consider other matters apart from what indicated in the notice calling the meeting. However, for transparency and equal rights of shareholders, including compliance with the Corporate Governance. Therefore, it should not be added to other agenda items that do not specify meeting invitations for consideration and approval.

The Chairman gave the shareholders or the proxy who attended the Meeting an opportunity to express their opinions and further inquire about this agenda item.

Question 1: Mr. Phuthon Sawirasaksri, Shareholder	The shareholder who attended the meeting in person asked the Company to clarify the progress of the merger and acquisition transaction in early 2023 and would like to know if the Company has been affected and what is the Company's response plan and what is the Company's business plan for the next 3 to 5 years.
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<p>Mr. Surin Sahachatpocanan Chief Executive Officer</p>	<p>Since the acquisition of the Company. Project Asia Co., Ltd. at the beginning of 2023, the Company has recognized revenue in the second quarter of 2023, which has significantly highlighted the pre-living segment's performance. It is considered a successful merger and although the overall the real estate industry is currently not performing good at the moment, nevertheless, since the Company's business is a service business, which is only a part of the real estate industry, the Company has planned from the beginning that it desires to do a service business which is diverse. Although the business related to Pre-Living, the Company may have some effects in some parts that are not directly affected. The Company plans to provide services in its core businesses, namely Living and Earning, which is still in line with the Company's plan and the Company believe that the service business has new S-Curves emerging all the time. This year and the next 3-5 years, the Company still requires to strengthen its services and access to services to serve every opportunity.</p>
<p>Question 2: Ms. Teerapan Ungphakorn, Proxy of the Thai Investors Association</p>	<p>A proxy from the Thai Investors Association sent a inquire to the Company in advance that it was aware that It has come to my attention that the Company has faced complaints, legal disputes, and lawsuits from the residents it serves. I would like to know whether the executive team and the board of directors are aware of and recognize these issues. Additionally, I would like to understand how these legal matters might affect the Company's profits and future confidence. I request the management to clarify these concerns.</p>
<p>The Company</p>	<p>The Company intends to manage complaints disputes shall be resolved and beneficial for all parties involved on the basis of responsibility to all stakeholders.</p> <p>The lawsuit filed by the Thai Investors Association has been inquired about. It is a general dispute with the residents of the projects provided by the Company arising from the normal practices or operations of the Company. In the operation of condominium management. Living, which is one of the service businesses of the Company and its subsidiaries, must be managed in relation to customers in projects with a variety of different expectations and needs. Any management or operation may therefore cause conflict from such nature.</p> <p>The disputes as inquired by the Thai Investors Association, involve general disagreements with the residents of projects serviced by the Company. These disputes arise from the Company's normal operations. In the operation related to the management of condominiums and residential living, which is one of the service</p>

	<p>businesses of the Company and its subsidiaries, management must deal with clients who have diverse expectations and needs. Due to these varying expectations and requirements, this can potentially lead to conflicts.</p> <p>However, the management team is well aware of its duty to provide services in the most efficient manner. In addition to trying to settle disputes that arise as best as possible. The Company will systematically analyze various data to lead to the development of the Company's services in the future.</p>
<p>Question 3: Ms. Teerapan Ungphakorn, Proxy of the Thai Investors Association</p>	<p>A proxy from the Thai Investors Association sent a inquire to the Company in advance that why is there no agenda for the certify the minutes of the previous meeting.</p>
<p>The Company</p>	<p>Due to the relevant laws and regulations of the Company, it does not require the Company to certify the minutes of previous meetings. Therefore, the Company did not specify the agenda at the 2024 Annual General Meeting of Shareholders, however, the Company published the minutes of the 2023 Annual General Meeting of Shareholders 2023 (Minutes of the previous meeting) posted on the Company's website for investors to consider on 8 May 2023.</p>

There were no shareholders or proxies inquiring or raising any suggestion in this agenda. The Chairman expressed his appreciation to all shareholders and all attendees for their dedication in attending the Meeting as well as their suggestions and opinions which were beneficial to the Meeting, and declared the Meeting adjourned at 15.46 hrs.

Your faithfully,

(Mr. Marote Vananan)

Chairman of Board of Directors