



บริษัท พีรพัฒน์ เทคโนโลยี จำกัด (มหาชน)

Peerapat Technology Public Company Limited

ทะเบียนเลขที่ 0107551000231 Registration No. 0107551000231

เลขที่ 406 ถนนรัชดาภิเษก แขวงสามเสนนอก เขตห้วยขวาง กรุงเทพมหานคร 10310

406 Ratchadapisek Road, Samsen Nok, Huai Khwang, Bangkok 10310, Thailand

Tel. + 66 (0) 2 290 – 1200 Fax. + 66 (0) 2 290 – 1244

Minutes of the 2025 Annual General Meeting of Shareholders

of

Peerapat Technology Public Company Limited

The 2025 Annual General Meeting of Shareholders of Peerapat Technology Public Company Limited) the “**Company**”(was convened on **Monday 28 April 2025**, at 14.00 hrs., through electronic means (E-AGM) and broadcasted live from the Grand Meeting Room located on the 7th Floor, No. 406, Ratchadapisek Road, Samsen Nok Sub-district, Huai Khwang District, Bangkok Metropolitan, 10310 (the “**Meeting**”) in order to consider the following agenda items:

Directors of Peerapat Technology Public Company Limited in attendance to this Meeting

- | | |
|-------------------------------|--|
| 1. Mr. Bowon Vongsinudom | Chairman of the Board of Directors/
Independent Director |
| 2. Mr. Suebpong Ketnute | Vice Chairman of the Board of Directors/
President/
Chairman of the Nomination and
Remuneration Committee |
| 3. Mr. Veerapong Luesakul | Director/ Vice President/ Chairman of the
Environmental, Social, and Corporate
Governance Sustainability Development
Committee and risk management
(ESG&R) |
| 4. Mr. Annop Julaphan | Director/Member of the Environmental,
Social, and Corporate Governance
Sustainability Development Committee
and risk management (ESG&R) |
| 5. Dr. Suebpong Atichartakarn | Director / Member of the Environmental,
Social, and Corporate Governance
Sustainability Development Committee
and risk management (ESG&R) |



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- | | |
|----------------------------------|--|
| 6. Mr. Sapon Sikkakosol | Director/
Member of the Nomination and
Remuneration Committee |
| 7. Ms.Chonatee Twiltermsup | Director/Member of the Environmental,
Social, and Corporate Governance
Sustainability Development Committee
and risk management (ESG&R) |
| 8. Mr.Surachai Sothivorakul | Independent Director/

The Chairman of the Audit Committee |
| 9. Mr. Pramoth Singhanue | Independent Director/ Audit Committee |
| 10. Mr. Thanachat Thanasettagone | Independent Director/ Audit Committee |
| 11. Mr. Satit Anantasomboon | Independent directors/Member of the
Nomination and Remuneration Committee |

(The directors of the Company attended the Meeting in total of 11 (eleven) directors from a total of 11 (eleven) directors representing 100 percent (One Hundred) of the total number of directors)

Executives and employees of Peerapat Technology Public Company Limited in attendance to the Meeting

- | | |
|--------------------------|---|
| 1. Ms. Rungtip Mimaenwit | Chief Executive Officer |
| 2. Mr. Nawapon Yaemchan | Chief Financial Officer |
| 3. Ms. Apisara Ketnute | Senior Manager (Product) |
| 4. Ms. Kodchaporn Insap | Accounting Department Manager |
| 5. Ms. Nujarin Samudwech | Company Secretary |
| 6. Mr. Worrapoom Kulabud | Assistant Manager,

Information Technology Department |

Auditors from EY Office Co., Ltd. in attendance to the Meeting

- | | |
|---|--------------------------------------|
| 1. Ms. Supanee Triyanantakul | Certified Public Accountant No. 4498 |
| 2. Mr. Krittawit Chomduang Charuworaphonkun | Manager |



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Financial Advisor from Asset Pro Management Co., Ltd. in attendance to the Meeting

1. Mr. Muttichai Arunruangaram Director of the Department
2. Miss Pitchamon Yenjai Senior Analyst Officer

Legal Advisors from MSC International Law Office Co., Ltd. in attendance to the Meeting

1. Mr. Tirayu Songdacha Senior Associate
2. Mr. Kantinan Buraphacheep Associate

Preliminary Proceedings at 14.00 hrs

Miss Thananya Pipitwanitchakarn, who served as the Meeting Moderator of the Meeting (the “**Moderator**”) gave a welcome speech to the shareholders and informed that **Mr. Bowon Vongsinudom, Chairman of the Board of Directors**, serves as the chairman of the 2025 Annual General Meeting of Shareholders (the “**Chairman**”).

The Moderator informed the Meeting that there were shareholders present by himself/herself, in the amount of 15 (Fifteen) persons and present by proxy, in the amount of 17 (Seventeen) persons, totaling 32 (Thirty-two) persons, holding a total of 184,171,328 (One Hundred Eighty-Four Million One Hundred Seventy-One Thousand Three Hundred Twenty Eight) shares, or equivalent to 47.3498 (Forty-Seven Point Three Four Nine Eight) percent of the Company’s total issued shares sold. The quorum was thus constituted in accordance with Article 33 of the Articles of Association of the Company and Section 103 of the Public Limited Companies Act B.E. 2535 (including any amendment thereto) (the “**PLC Act**”) providing 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 1/3 (one-third) of the total number of issued shares to constitute a quorum.

The Chairman gave a welcome speech to the shareholders, the proxies, and the attendance who attended the Meeting, declare the commencement of the 2025 Annual General Meeting of Shareholders, and informed to the Meeting that the Company will hold the Meeting via Electronic Annual General Meeting of Shareholders (E-AGM) to where OJ International Co., Ltd., shall provide and facilitate the registration services and process the results of counting votes in the Meeting. In this regard **Ms. Nujarin Samudwech, as the Company's Secretary**, has been appointed to serve as the secretary at the Meeting and carry out the Meeting proceedings according to the agenda specified in the Notice of the Meeting.

The Moderator informed to the Meeting that the arrangement of the agendas, asking questions, expressing opinions or suggestions, voting methods and the vote counting methods whereas follows:



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Agenda Order of the Meeting

To comply with the items B4.1, B4.2, and B4.3 of the AGM Checklist, the Meeting will be conducted in accordance with the Articles of Association of the Company regarding shareholders' meetings of which details are provided as follows:

1. The Meeting will consider the agenda items as specified in the Notice of the Meeting.
2. There will be no change in the sequence of the agenda items. Supporting information for each item will be presented accordingly.
3. No additional agenda items will be proposed for consideration, apart from those specified in the Notice of the Meeting.

Asking questions, and expressing opinions.

To comply with Items B.5.1 and B.5.2 of the AGM Checklist, during the Meeting, the Company will provide opportunities to shareholders or proxies to ask questions or express opinions relevant to each agenda item. Shareholders or proxies who wish to do so may proceed through either of the following 2 (Two) methods:

- 1) **Chat Function:** Shareholders or proxies may use the chat function by clicking the “Chat” button. Please provide your full name and specify whether you are a shareholder attending in person or a proxy before submitting each question. This information is required for accurate minute-taking.
- 2) **Voice Function:** Shareholders or proxies may use the voice function by clicking the “Raise Hand” button and turning on your microphone when prompted by the system moderator. Please provide your full name and specify whether you are a shareholder attending in person or a proxy. Once question or comment is complete, please click the “Lower Hand” button.

If any shareholder is unable to chat through the microphone, please submit your question via the chat function, and the Moderator will read it on your behalf.

In the event that shareholders have questions or comments unrelated to the agenda item currently under consideration, such questions or comments should be raised during the “Other Items” session at the end of the Meeting. Shareholders are encouraged to keep their remarks brief and avoid repeating issues that have already been addressed, in order to allow other shareholders the opportunity to exercise their rights. This is to ensure the orderly conduct and timely management of the Meeting. The Chairman reserves the right to maintain order throughout the Meeting.



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For shareholders who have submitted questions, comments, or suggestions to the Company prior the Meeting, the Company will respond or provide clarification after the presentation of each respective agenda item, in accordance with Items B.5.3.1 to B.5.3.4 of the AGM Checklist.

Please note that the Company may disclose personal data to individuals or entities involved in the Meeting process—such as meeting consultants, electronic meeting service providers, or relevant regulatory authorities. The Company will retain and process such personal data of shareholders only for the duration required by applicable laws to fulfill the objectives of the Meeting.



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Voting and Vote Counting Procedures for Each Agenda Item

To comply with Items B.3.2, B.3.3, and B.3.4 of the AGM Checklist, the Company would like to inform shareholders of the voting procedures and vote counting methods, including those applicable to shareholders attending the Meeting in person and those voting in advance through proxies, as follows:

- 1) In casting votes at the Meeting, each shareholder shall have **one vote per share held (One Share, One Vote)**.
- 2) As this Meeting is conducted via electronic means, **no printed ballot cards will be provided to shareholders.**
- 3) To comply with Items B.6.1 and B.6.3 of the AGM Checklist, shareholders are requested to cast their votes through the E-Voting window within 1 (One) minute for each agenda item. Shareholders may vote “**Approve**,” “**Disapprove**,” or “**Abstain**.” After selecting a voting option, the system will ask for confirmation. Please confirm to finalize your vote.

In order to vote each and every agenda item, if shareholders do not cast their vote through the E-Voting system within the specified time, the system will automatically count the shareholder’s vote as the approval for such agenda, in proportion to the number of shares held.

- 4) If shareholders **wish to change their vote**, they may do by selecting a new voting option. However, once the voting for an agenda item has closed, no further voting or vote changes will be allowed.

For shareholders participating via mobile devices or tablets, please switch from the Zoom application back to the Chrome browser or any other web browser you are using in order to access the E-Voting menu and cast your vote.

- 5) Once voting is complete, shareholders are requested to return to the E-Meeting window (Zoom application) to continue viewing and listening to the Meeting.
- 6) The system will compile and disclose the voting results for each agenda item, combining the votes cast via the E-Voting system and the advance votes through proxy forms.
- 7) For shareholders submitting **proxy forms in Form B or Form C**, authorizing another person to attend the Meeting and appointing an independent director to vote on their behalf, the Company will cast votes in accordance with those proxy forms. The advance votes submitted according to the shareholder's or proxy grantor’s instructions will be included in the total vote count.

In the case of foreign shareholders who have appointed a custodian in Thailand as their share depository and caretaker, such shareholders may split their votes (approve, disapprove, or abstain) for each agenda item based on the number of shares they hold.

- 8) According to Section 102 together with Section 33, paragraph 2 of the PLC Act, any shareholder who has a special interest in a particular matter shall not be entitled to vote on that matter, except in the case of voting for the election of directors.



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9) The votes are counted in accordance with the agenda item specified in the Meeting, being divided into 3 (Three) types as specified in the PLC Act and the Articles of Association of the Company as follow:

(1) The agenda items, which shall be passed by a majority vote of the shareholders attending the Meeting and entitled to vote, are of 7 (Seven) agenda items, as follows:

Agenda Item 1 To consider and certify the Minutes of the Annual General Meeting of Shareholders of the year 2024 via Electronic Means

Agenda Item 3 To consider and approve the Statement of Financial Position and Statements of Comprehensive Income of the Company and those of its subsidiaries for the fiscal year ending 31 December 2024

Agenda Item 4 To consider and approve the appropriation of the annual net profit as a legal reserve

Agenda Item 5 To consider and approve the dividend payment of the year 2024 in the form of stock dividend and cash dividend

Agenda Item 6 To consider and re-elect the Directors to replace those retired by rotation for year 2025

Agenda Item 8 To consider and approve the appointment of the auditors and the determination of the audit fee for the year 2025

Agenda Item 12 To consider and approve the allocation of the newly issued ordinary shares to accommodate the stock dividend payment and the offering to the directors, executives, and employees of the Company and those of its subsidiaries (PRAPAT ESOP 2025)

For all 7 (Seven) aforementioned agenda items, the Company will calculate the voting base by counting the votes of shareholders who attend the Meeting and are entitled to vote. Abstentions will be counted in the voting base in accordance with Article 35(1) of the Articles of Association of the Company.

Furthermore, to comply with Items B.6.2 of the AGM Checklist, for Agenda 6 — which concerns the approval of the re-election of the directors who are due to retire by rotation — the voting shall be conducted on an individual basis for each nominated director.



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- (2) The agenda item, which shall be passed by not less than 2/3 (Two-Thirds) of the total votes casted by the shareholders attending the Meeting, is of 1 (One) agenda item as follows:

Agenda Item 7 To consider and approve the remuneration of the Board of Directors and sub-committees for the year 2025

The base of vote calculation will be that of shareholders attending the Meeting specified in Section 90 of the PLC Act.

- (3) The agenda item which shall be passed by the votes of no less than 3/4 (Three-Fourths) of the total votes casted by the shareholders attending the Meeting and entitled to vote, is 4 (Four) agenda item, as follows:

Agenda Item 9 To consider and approve the issuance and offering of newly issued ordinary shares to directors, executives, and employees of the Company and those of its subsidiaries (PRAPAT ESOP 2025)

Agenda Item 10 To consider and approve the decrease of the Company's registered capital and the amendment of the Memorandum of Association to be consistent with the decrease of registered capital

Agenda Item 11 To consider and approve the increase of the Company's registered capital and the amendment of the Memorandum of Association to be consistent with the increase of registered capital

10) The number of shareholder votes for each agenda item may vary due to shareholders and proxies joining the E-Meeting system at different times. As a result, the number of participants may differ from one agenda item to another.

11) For shareholders who register after the Meeting has already begun, the E-Meeting system will not allow them to vote on agenda items that have already been concluded. These shareholders will also not be counted toward the quorum for any agenda item for which the voting results have already been concluded.

Thereafter, the Chairman assigned the Moderator to proceed with the Meeting in accordance with the following agenda items.



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Agenda Item 1: To consider and certify the Minutes of the Annual General Meeting of Shareholders of the year 2024 via Electronic Means

The Moderator informed the Meeting that this agenda was to certify the minutes of the Annual General Meeting of Shareholders of the year 2024 via Electronic Means (E-AGM).

The Company held the Annual General Meeting of Shareholders of the year 2024 (E-AGM) on 29 April 2024.

The Company prepared and submitted a copy of the minutes of such meeting to the Ministry of Commerce within the period specified by law. The Company has delivered a copy of the minutes of the Annual General Meeting of Shareholders of the year 2024 (E-AGM) to shareholders together with the Notice of the 2025 Annual General Meeting of Shareholders via Electronic Means (E-AGM) (the “**Notice**”). Details are specified as per Enclosure 1.

The Board of Directors considered and resolved that the minutes of the Annual General Meeting of Shareholders of the year 2024 (E-AGM) were recorded correctly and completely. Therefore, it is considered appropriate to propose to the Meeting to approve the minutes of the Annual General Meeting of Shareholders of the year 2024 (E-AGM), which was held on 29 April 2024.

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

There were no shareholders or proxies inquiring or raising any suggestion in this agenda. The Chairman proposed the Meeting to consider and certify the Minutes of the Annual General Meeting of Shareholders of the year 2024 via Electronic Means.

Resolution The Meeting has considered and resolved to certify the Minutes of the Annual General Meeting of Shareholders of the year 2024 via Electronic Means in accordance with the following votes:

Resolution	Number of votes 1 share = 1 vote	Percentage of shareholders attending the meeting and entitled to vote
Approved	184,171,328	100.0000
Disapproved	0	0.0000
Abstained	0	0.0000
Total	184,171,328	100.0000
Total of 32 (Thirty-Two) shareholders representing 184,171,328 (One Hundred Eighty-Four Million One Hundred Seventy-One Thousand Three Hundred Twenty-Eight) votes.		

Remark: The resolution of this agenda item shall be passed by a majority vote of the shareholders attending the meeting and entitled to vote. Those who abstained from voting are counted as the basis for counting votes according to Article 35 (1) of the Article of Association of the Company.



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Agenda Item 2: To acknowledge the operational results report of the Board of Directors of the year 2024

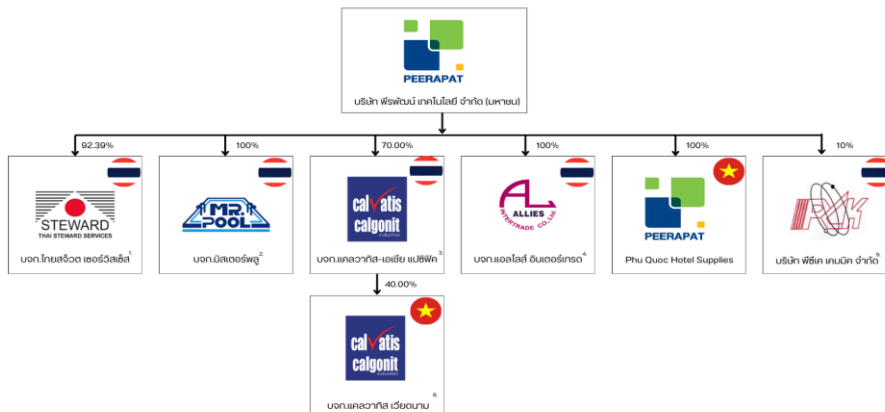
The Moderator informed the Meeting that this agenda was to acknowledge the operational results report of the Board of Directors of the year 2024. The Chairman assigned **Mr. Nawapon Yaemchan, Chief Financial Officer**, to present to the Meeting the details of the Company's performance for the year 2024.

Mr. Nawapon Yaemchan informed the Meeting that, in order to comply with Section 56 of the Securities and Exchange Act B.E. 2535 (1992) (including any amendment thereto) (the “SEC Act”), Section 113 of the PLC Act as well as Article 36 (1) together with Article 40(2) of the Articles of Association of the Company, it is required that the annual general meeting of shareholders should acknowledge the report of the Board of Directors regarding to the Company's operating results for the past year. The Company has summarized the operational results and the significant changes that occurred during the fiscal year ended 31 December 2024, in the 2024 Annual Report (Form 56-1 e-One Report) under the Part 1 Section 4 RE: Management Discussion and Analysis, as set out in Enclosure 2, which has been delivered to all shareholders together with this Notice.

The operational results of the year 2024 of which details are shown in the 2024 Annual Report (Form 56-1 e-One Report) was delivered to all shareholders together with the Notice in the form of the QR Code. The Company has summarized the main points of the Company's operating results for the year 2024 (Form 56-1 e-One Report) to present to the Meeting. It can be summarized as follows:

Peerapat Technology Public Company Limited
Registered Capital: THB 203.83 million / Paid-up Capital: THB 194.48 million

โครงสร้างการถือหุ้นของกลุ่มบริษัท ณ วันที่ 31 ธันวาคม 2567 เป็นดังนี้



หมายเหตุ: 1. ผู้ถือหุ้นส่วนใหญ่ของ TSS ได้แก่ กลุ่มผู้บริหารของบริษัท ถือหุ้นร้อยละ 1.71 และกลุ่มผู้ถือหุ้นโดยชอบ ถือหุ้นร้อยละ 5.90
 2. ผู้ถือหุ้นส่วนใหญ่ของ MP ได้แก่ กลุ่มผู้บริหารของบริษัท 2 ราย
 3. ผู้ถือหุ้นส่วนใหญ่ของ CVT ได้แก่ Calvats GmbH ถือหุ้นร้อยละ 20.00 และผู้บริหารของบริษัท ถือหุ้นร้อยละ 10.00
 4. ผู้ถือหุ้นส่วนใหญ่ของ AL ได้แก่ ผู้ถือหุ้นรายย่อย 1 ราย
 5. บริษัท พีรพัฒน์ เทคโนโลยี จำกัด เป็นบริษัทของสหรัฐอเมริกา ประกอบธุรกิจจำหน่ายผลิตภัณฑ์สารเคมี สำหรับใช้ในอุตสาหกรรม สำหรับผลิตกับาสีทอง ซึ่งบริษัทได้เข้าร่วมลงทุนถือหุ้นตั้งแต่ปี 2544 และเป็นหุ้นบุริมสิทธิในรายการเงินลงทุนระยะยาวอื่น
 6. ผู้ถือหุ้นส่วนใหญ่ของ CVT (VN) ได้แก่ Calvats GmbH ถือหุ้นร้อยละ 40.00 ผู้บริหารของบริษัท ถือหุ้นร้อยละ 10.00 และพนักงานของ CVT ถือหุ้นร้อยละ 10.00



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Summary of the operating results and financial position of the group of Companies according to the consolidated financial statements for the fiscal year 2024.

Unit : Million Thai Baht

List	Consolidated financial statements		Separate financial statements	
	2024	2023	2024	2023
Total Assets	1,419.43	1,250.15	1,096.55	942.37
Total Liability	849.90	714.02	652.75	531.84
Shareholder's equity	569.53	536.12	443.80	410.53
Total income	1,147.38	1,072.04	932.31	845.97
Annual profit	53.37	53.02	48.22	43.58
Earnings per share (Thai Baht/share)	0.14	0.14	0.13	0.12

The 2024 operation results

Consolidate Financial Statement

In 2024, the Company had total assets of THB 1,419,425,057 (One Billion, Four Hundred Nineteen Million Four Hundred Twenty-Five Thousand Fifty-Seven Thai Baht), representing an approximate increase of THB 169,000,000 (One Hundred Sixty-Nine Million Thai Baht) from the previous year. This increase was derived from liabilities of approximately THB 849,000,000 (Eight Hundred Forty-Nine Million Thai Baht), which rose by approximately THB 136,000,000 (One Hundred Thirty-Six Million Thai Baht) from the previous year, and from shareholders' equity of approximately THB 569,000,000 (Five Hundred Sixty-Nine Million Thai Baht), which increased by approximately THB 33,000,000 (Thirty-Three Million Thai Baht) from the previous year.

The Company had total revenue of THB 1,147,388,024 (One Billion One Hundred Forty-Seven Million Three Hundred Eighty-Eight Thousand Twenty-Four Thai Baht), representing an approximate increase of THB 75,303,216 (Seventy-Five Million Three Hundred Three Thousand Two Hundred Sixteen Thai Baht) from the previous year. The increase was primarily driven by higher sales in the kitchen products, floor care products, and housekeeping products, respectively.

The Company had net profits for the year 2024 of THB 53,371,169 (Fifty-Three Million Three Hundred Seventy-One Thousand One Hundred Sixty-Nine Thai Baht), representing an increase of THB 346,742 (Three Hundred Forty-Six Thousand Seven Hundred Forty-Two Thai Baht) from the previous year. The Company exhibited stable growth compared to the previous year and recorded earnings per share of THB 0.14 (Fourteen Satang) per share.

The Board of Directors considered and deemed it appropriate to propose the Meeting to acknowledge the Board of Directors' report on the operational result of the Company which occurred during the year 2024.



บริษัท พีรพัฒน์ เทคโนโลยี จำกัด (มหาชน)

Peerapat Technology Public Company Limited

ทะเบียนเลขที่ 0107551000231 Registration No. 0107551000231

เลขที่ 406 ถนนรัชดาภิเษก แขวงสามเสนนอก เขตห้วยขวาง กรุงเทพมหานคร 10310

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

There were no shareholders or proxies inquiring or raising any suggestion in this agenda. The Chairman informed the Meeting that this agenda item was only for acknowledgment; therefore, voting is not required.

Agenda Item 3: To consider and approve the Statement of Financial Position and Statements of Comprehensive Income of the Company and those of its subsidiaries for the fiscal year ending 31 December 2024

The Moderator informed the Meeting that this agenda was to consider and approve the Statement of Financial Position and Statements of Comprehensive Income of the Company and those of its subsidiaries for the fiscal year ending 31 December 2024. The Chairman assigned **Mr. Nawapon Yaemchan, Chief Financial Officer**, to present to the Meeting the details of this agenda.

Mr. Nawapon Yaemchan informed the Meeting that this agenda is a continuation of agenda 2 and the Company has continued to grow according to the reasons mentioned in agenda 2 and in order to comply with Section 56 of the SEC Act, Section 112 of the PLC Act as well as Article 39 and Article 40 (1) of the Articles of Association of the Company, the Company is required to prepare the statements of financial position and the statements of comprehensive income at the end of the year of the Company and those of its subsidiaries for the year 2024 ending on December 31, 2024 as well as the auditor's report which (1) were approved and signed by EY Office Limited who is the certified public accountant of the Company, (2) reviewed by the Audit Committee at the Audit Committee Meeting No. 2/2025 and (3) were approved by the Board of Directors' Meeting No. 1/2025. The Company has delivered the statement of financial position and the statement of comprehensive income of the Company and of its subsidiaries for the fiscal year ended 31 December 2024 and the auditor's report under the Section 3 as set out in the 2024 Annual Report (Form 56-1 e-One Report) to all shareholders together with this Notice, as set out in Enclosure 2.

The Board of Directors considered and deemed it appropriate to propose to the Meeting to approve the statement of financial position and the statements of comprehensive income for the year ended 31 December 2024 which had been audited and certified by the certified public accountant, reviewed by the Audit Committee of the Company, and were approved by the Board of Directors.

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

There were no shareholders or proxies inquiring or raising any suggestion in this agenda. The Chairman proposed the Meeting to consider and approve the Statement of Financial Position and Statements of Comprehensive Income of the Company and those of its subsidiaries for the fiscal year ending 31 December 2024 which had been audited by the certified public accountant.

Resolution The Meeting has considered and resolved to approve the Statement of Financial Position and Statements of Comprehensive Income of the Company and those of its subsidiaries for the fiscal year ending 31 December 2024 in accordance with the following votes:



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Resolution	Number of votes 1 share = 1 vote	Percentage of shareholders attending the meeting and entitled to vote
Approved	184,171,328	100.0000
Disapproved	0	0.0000
Abstained	0	0.0000
Total	184,171,328	100.0000
Total of 32 (Thirty-Two) shareholders representing 184,171,328 (One Hundred Eighty-Four Million One Hundred Seventy-One Thousand Three Hundred Twenty-Eight) votes.		

Remark: The resolution of this agenda item shall be passed by a majority vote of the shareholders attending the meeting and entitled to vote. Those who abstained from voting are counted as the basis for counting votes according to Article 35 (1) of the Article of Association of the Company.

Agenda Item 4: To consider and approve the appropriation of the annual net profit as a legal reserve

The Moderator informed the Meeting that this agenda was to consider and approve the appropriation of the annual net profit as a legal reserve. The Chairman assigned **Mr. Nawapon Yaemchan, Chief Financial Officer**, to present to the Meeting the details of this agenda.

Mr. Nawapon Yaemchan informed the Meeting that in order to comply with Section 116 of the PLC Act and Article 42 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. From the past operating results in 2024, the Company's separate financial statements was a net profit of THB 48,228,360 (Forty-Eight Million Two Hundred Twenty-Eight Thousand Three Hundred Sixty Thai Baht). The Company proposed to allocate net profits from the Company's operating results in the year 2024 as a legal reserve in the amount of THB 2,450,000 (Two Million Four Hundred Fifty Thousand Thai Baht).

The Board of Directors considered and deemed it appropriate to propose to the Meeting to approve the allocation of net profits for the year 2024 as legal reserve funds in the amount of THB 2,450,000 (Two Million Four Hundred Fifty Thousand Thai Baht), which is not less than 5 (five) percent of the annual net profits (based upon the separate financial statements).

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

There were no shareholders or proxies inquiring or raising any suggestion in this agenda. The Chairman proposed the Meeting to consider and approve the appropriation of the annual net profit as a legal reserve.



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Resolution The Meeting has considered and resolved to approve the appropriation of the annual net profit as a legal reserve in the amount THB 2,450,000 (Two Million Four Hundred Fifty Thousand Thai Baht), which is not less than 5 (five) percent of the annual net profits (based upon the separate financial statements), in accordance with the following votes:

Resolution	Number of votes 1 share = 1 vote	Percentage of shareholders attending the meeting and entitled to vote
Approved	184,171,328	100.0000
Disapproved	0	0.0000
Abstained	0	0.0000
Total	184,171,328	100.0000

Total of 32 (Thirty-Two) shareholders representing 184,171,328 (One Hundred Eighty-Four Million One Hundred Seventy-One Thousand Three Hundred Twenty-Eight) votes.

Remark: The resolution of this agenda item shall be passed by a majority vote of the shareholders attending the meeting and entitled to vote. Those who abstained from voting are counted as the basis for counting votes according to Article 35 (1) of the Article of Association of the Company.

Agenda Item 5: To consider and approve the dividend payment of the year 2024 in the form of stock dividend and cash dividend

The Moderator informed the Meeting that this agenda was to consider and approve the dividend payment of the year 2024 in the form of stock dividend and cash dividend. The Chairman assigned **Mr. Nawapon Yaemchan, Chief Financial Officer**, to present to the Meeting the details of this agenda.

Mr. Nawapon Yaemchan informed the Meeting that, in order to comply with Section 115 of the PLC Act and Article 41 of the Articles of Association of the Company 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. In paying dividends, dividends must be paid according to the number of shares, each share equally.

The Company will distribute dividends to shareholders depending on the Company's operating result and the long-term returns of shareholders. In this regard, the Company has the Dividend Payment Policy (revised and approved by the resolution of the Board of Directors Meeting No. 3/2024 dated 9 August 2024) to distribute the dividend at a rate of not less than 30 (Thirty) percent of the net profits, after the deducting legal reserve fund and any reserve specified by the Company, based upon the separate financial statements.

The dividend payment shall be considered from the Company's separate financial statements depending on the net cash flow, the financial position, the Company's operating results, and the investment plans each year, including the necessity and appropriateness and other future considerations.



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According to the operational results of 2024, the Separate Financial Statements of the Company has shown that the Company has net profits of THB 48,228,360 (Forty-Eight Million Two Hundred Twenty-Eight Thousand Three Hundred Sixty Thai Baht). Therefore, the Company proposed to distribute the dividends to shareholders in the form of stock dividend and cash dividend, accounting for the total dividend value of THB 31,116,751.28 (Thirty-One Million One Hundred Sixteen Thousand Seven Hundred Fifty-One Thai Baht Twenty-Eight Satang) of which details are as follows:

- 1) Paying the dividends in the form of ordinary shares to shareholders (Stock Dividend) in the ratio of 10 (Ten) existing shares per 1 (One) dividend share (10:1), at the par value of THB 0.50 (Fifty Satang), by paying dividend shares at the rate of THB 0.05 (Five Satang) per share, equivalent to a total dividend value not more than THB 19,447,969.50 (Nineteen Million Four Hundred Forty-Seven Thousand Nine Hundred Sixty-Nine Thai Baht Fifty Satang) and;
- 2) Paying the dividends in cash (Cash Dividend) at the rate of THB 0.03 (Three Satang) per share, or the total dividend value is THB 11,668,781.78 (Eleven Million Six Hundred Sixty-Eight Thousand Seven Hundred Eighty-One Thai Baht Seventy-Eight Satang).

However, in the case that any shareholder has a fraction of ordinary shares after the calculation for paying stock dividends, the Company will pay dividends in replacement cash at the rate of THB 0.05 (Five Satang) per share. When combined with the cash dividend payment, the total will equal THB 0.08 (Eight Satang) per share.

The Company has prepared a table summarizing dividend payment information for the year 2024 of which details are as follows:

Table summarizing dividend payment information for the year 2024			
Type of dividend payment	Number of Dividends Shares (share (s))	Amount (THB)	Payout ratio per share (THB)
1. Stock Dividend (in the ratio of 10 (Ten) existing shares per 1 (One) dividend share)	38,895,939	19,447,969.50	0.05
2. Cash Dividend	-	11,668,781.78	0.03
Total	38,895,939 shares	THB <u>31,116,751.28</u>	THB 0.08

The dividends that the Company proposed to the Meeting for consideration, both in the form of stock dividends and cash dividends, are equivalent to the dividend payment rate of 67.97 (Sixty-Seven Point Nine Seven) percent of annual the annual net profits after deducting legal reserve funds. This is in line with the dividend payment policy that is set to be not less than 30 (Thirty) percent of the annual net profits after deducting legal reserve funds and other reserves as determined by the Company based upon the separate financial statements of the Company.



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In this regard, the Company has scheduled 7 May 2025 as the date for determining the names of shareholders who are entitled to receive dividends (Record Date) and scheduled to pay dividends to shareholders by 26 May 2025.

Individual shareholders can request a dividend tax credit according to the criteria specified in the Revenue Code, Section 47 bis, with a total dividend of THB 0.08 (Eight Satang) per share, paid from the net profit of the Company that is subject to corporate income tax at the rate of 20 percent (Twenty Percent). Individual shareholders who receive dividends can deduct income tax credits at the rate of 20/80 of the dividends received

A Comparison of the Dividend Payment in the previous years of the Company

Details of the Payment of Dividend	2022	2023	2024 (Proposed Year)
1. Dividend per Share (THB/share)	0.04	0.06	0.08
2. Number of issued and paid-up shares (shares)	373,999,708	373,999,708	388,959,391
3. Total dividends paid (Thai Baht)	14,959,988.32	22,439,982.50	31,116,751.28
4. Rate of dividend payment based on the net profit of the separate financial statements. (%)	84.65 %	54.22 %	67.97 %

Remark: The details shown in the table above are proposed and approved by the Annual General Meeting of Shareholders each year.

The Board of Directors considered and deemed it appropriate to propose to the Meeting to approve the dividend payment for the year 2024 from annual net profit by offers to distribute the dividends in the form of ordinary shares and cash, totaling THB 0.08 (Eight Satang) per share, with a total dividend value of THB 31,116,751.28 (Thirty-One Million One Hundred Sixteen Thousand Seven Hundred Fifty-One Thai Baht Twenty-Eight Satang) to the shareholders of the Company. In this regard, the Company scheduled Wednesday 7 May 2025 as the date to determine the names of the shareholders who are entitled to dividend payment (Record Date) and Monday 26 May 2025 is scheduled as the date for dividend payment.

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

There were no shareholders or proxies inquiring or raising any suggestion in this agenda. The Chairman proposed the Meeting to consider and approve the dividend payment of the year 2024 in the form of stock dividend and cash dividend.



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Resolution The Meeting has considered and resolved to approve the dividend payment of the year 2024 in the form of stock dividend and cash dividend in accordance with the following votes:

Resolution	Number of votes 1 share = 1 vote	Percentage of shareholders attending the meeting and entitled to vote
Approved	184,171,214	99.9999
Disapproved	0	0.0000
Abstained	114	0.0001
Total	184,171,328	100.0000

Total of 32 (Thirty-Two) shareholders representing 184,171,328 (One Hundred Eighty-Four Million One Hundred Seventy-One Thousand Three Hundred Twenty-Eight) votes.

Remark: The resolution of this agenda item shall be passed by a majority vote of the shareholders attending the meeting and entitled to vote. Those who abstained from voting are counted as the basis for counting votes according to Article 35 (1) of the Article of Association of the Company.

Agenda Item 6: To consider and re-elect the Directors to replace those who retired by rotation for year 2025

The Moderator informed the Meeting that this agenda was to consider and re-elect the Directors to replace those who retired by rotation for year 2025. The Chairman assigned **Mr. Satit Anantasomboon, Member of the Nomination and Remuneration Committee**, to present to the Meeting the details of this agenda.

Mr. Satit Anantasomboon informed the Meeting that under Section 71 of the PLC Act and Article 17 of the Articles of Association of the Company, it is required that, at every annual general meeting of shareholders, 1/3 (one-third) of the directors shall retire from the office. If the number of directors is not a multiple of 3 (Three), then the number nearest to 1/3 (one-third) shall retire from the office. In this regard, a director who vacates office under this provision may be re-elected.



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Currently, the Company has a total of 11 (Eleven) directors. In the Meeting, there are 4 (Four) directors who are required to retire from the office as follows:

1. Mr. Surachai Sothivorakul The Chairman of the Audit Committee /
Independent Director
2. Mr. Suebpong Ketnute President /
Vice Chairman of the Board of Directors /
Chairman of the Nomination and Remuneration
Committee
3. Mr. Annop Julaphan Director /
Member of the Environmental, Social, and
Corporate Governance Sustainability
Development Committee and risk management
(ESG&R)
4. Mr. Sapon Sikkakosol Director /
Member of the Nomination and Remuneration
Committee

In the interest of transparency, the Company requested that the 4 (Four) directors retiring by rotation temporarily leave the electronic meeting during the consideration of this agenda item to ensure that shareholders had the opportunity to freely raise questions and cast their votes independently.

In this regard, the Company has provided the shareholders with the opportunity to nominate persons to be elected as directors in advance for the Meeting, starting from 24 October 2024 to 31 January 2025, via the Company's website and The Securities Exchange of Thailand's website in accordance with the Company's nomination process. It appeared that no shareholder nominating a person to be elected as a director of the Company.

The Nomination and Remuneration Committee and the Board of Directors has in addition followed the guidelines for nominating directors, by considering the suitability, qualifications, education, experiences, skills, professional expertise, including the composition of the total number of directors of the Company, as well as the efficiency and the performance as the director of the Company in the past, with all due circumspection. It turned out that those 4 (Four) directors, who are due to retire by rotation, have been considered through the process established by the Company and 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.



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In addition, the Nomination and Remuneration Committee and the Board of Directors has further considered the qualifications, and practice duties of independent director of **Mr. Surachai Sothivorakul** and are of the opinion that **Mr. Surachai Sothivorakul** have complete qualifications as independent director according to the announcement and such criteria also has experience and specialized expertise which is extremely beneficial to the Company's business, as well as being able to express opinions and provide various suggestions regarding the Company's operations freely.

As the nomination for the position of the Company's director in this instance involves the reappointment of existing directors for another term, the Company has provided clarifications and detailed information on each nominated individual. This includes, but is not limited to: (1) Biography, educational background, and work experience; (2) Shareholding percentage in the Company; (3) Number of terms or years the director has previously served in the Company; (4) Number of meetings attended or attendance ratio for Board of Directors/sub-committee meetings over the past year; and (5) Other relevant details of the 4 (Four) nominated directors, together with the Notice of which details as per Enclosure No. 3.

The Board of Directors (excluding directors with conflicts of interest) has carefully reviewed the nomination through a thorough consideration process by the Nomination and Remuneration Committee Meeting No. 1/2025 and subsequently approved by the Board of Directors Meeting No. 1/2025. The Board of Directors considered and deemed that the 4 (Four) directors who are due to retire by rotation are qualified and adequate with the Company's business. It was deemed appropriate to propose to the Meeting to approve the reappointment of 4 (Four) directors for another term. Therefore, after the Meeting has resolved to reappoint the retired directors for another term, the Company will have 11 (Eleven) directors as follows:

- | | |
|---------------------------|---|
| 1. Mr. Bowon Vongsinudom | Chairman of the Board of Directors/
Independent Director |
| 2. Mr. Suebpong Ketnute | Vice Chairman of the Board of Directors/
President/
Chairman of the Nomination and
Remuneration Committee |
| 3. Mr. Veerapong Luesakul | Director/
Vice President/
Chairman of the Environmental, Social,
and Corporate Governance Sustainability
Development Committee and risk
management (ESG&R) |
| 4. Mr. Annop Julaphan | Director/
Member of the Environmental, Social,
and Corporate Governance Sustainability
Development Committee and risk
management (ESG&R) |



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- | | |
|----------------------------------|--|
| 5. Dr. Suebpong Atichartakarn | Director/
Member of the Environmental, Social,
and Corporate Governance Sustainability
Development Committee and risk
management (ESG&R) |
| 6. Mr. Sapon Sikkakosol | Director/
Member of the Nomination and
Remuneration Committee |
| 7. Ms.Chonatee Twiltermsup | Director/
Member of the Environmental,Social,
and Corporate Governance Sustainability
Development Committee and risk
management (ESG&R) |
| 8. Mr.Surachai Sothivorakul | Independent Director/
The Chairman of the Audit Committee |
| 9. Mr. Pramoth Singhanue | Independent Director/
Audit Committee |
| 10. Mr. Thanachat Thanasettagone | Independent Director/
Audit Committee |
| 11. Mr. Satit Anantasomboon | Independent director/
Member of the Nomination and
Remuneration Committee |

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

There were no shareholders or proxies inquiring or raising any suggestion in this agenda. The Chairman proposed the Meeting to consider and re-elect the directors who retired by rotation for year 2025 to return to the position for another term. This agenda item will cast for each nominated director

Resolution The Meeting has considered and resolved to appoint 4 (Four) directors who are due to retire by rotation, namely as follows (1) Mr. Surachai Sothivorakul (2) Mr. Suebpong Ketnute (3) Mr. Anop Julaphan and (4) Mr. Sapon Sikkakosol to return to the position for another 1 (One) term in accordance with the following votes:



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6.1 Mr. Surachai Sothivorakul

Resolution	Number of votes 1 share = 1 vote	Percentage of shareholders attending the meeting and entitled to vote
Approved	184,171,328	100.0000
Disapproved	0	0.0000
Abstained	0	0.0000
Total	184,171,328	100.0000

Total of 32 (Thirty-Two) shareholders representing 184,171,328 (One Hundred Eighty-Four Million One Hundred Seventy-One Thousand Three Hundred Twenty-Eight) votes.

6.2 Mr. Suebpong Ketnute

Resolution	Number of votes 1 share = 1 vote	Percentage of shareholders attending the meeting and entitled to vote
Approved	184,171,214	99.9999
Disapproved	114	0.0001
Abstained	0	0.0000
Total	184,171,328	100.0000

Total of 32 (Thirty-Two) shareholders representing 184,171,328 (One Hundred Eighty-Four Million One Hundred Seventy-One Thousand Three Hundred Twenty-Eight) votes.

6.3 Mr. Annop Julaphan

Resolution	Number of votes 1 share = 1 vote	Percentage of shareholders attending the meeting and entitled to vote
Approved	184,171,214	99.9999
Disapproved	114	0.0001
Abstained	0	0.0000
Total	184,171,328	100.0000

Total of 32 (Thirty-Two) shareholders representing 184,171,328 (One Hundred Eighty-Four Million One Hundred Seventy-One Thousand Three Hundred Twenty-Eight) votes.



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6.4 Mr. Sapon Sikkakosol

Resolution	Number of votes 1 share = 1 vote	Percentage of shareholders attending the meeting and entitled to vote
Approved	184,171,214	99.9999
Disapproved	114	0.0001
Abstained	0	0.0000
Total	184,171,328	100.0000
Total of 32 (Thirty-Two) shareholders representing 184,171,328 (One Hundred Eighty-Four Million One Hundred Seventy-One Thousand Three Hundred Twenty-Eight) votes.		

Remark: The resolution of this agenda item shall be passed by a majority vote of the shareholders attending the meeting and entitled to vote. Those who abstained from voting are counted as the basis for counting votes. In this regard, this agenda item will cast for each nominated director.

The Chairman then invited the 4 (Four) directors to rejoin the meeting and extended congratulations to them on their reappointment to their respective positions for another term.

Agenda Item 7: To consider and approve the remuneration of the Board of Directors and sub-committees for the year 2025

The Moderator informed the Meeting that this agenda was to consider and approve the remuneration of the Board of Directors and sub-committees for the year 2025. The Chairman assigned **Mr. Suebpong Ketnute, Chairman of the Nomination and Remuneration**, to present to the Meeting the details of this agenda.

Mr. Suebpong Ketnute informed the Meeting that in order to comply with Section 90 of the PLC Act and Article 23 of the Articles of Association of the Company, they provide that the directors are entitled to receive the remuneration in form of rewards, meeting allowance, bonus or benefits in other forms, are under the Articles of Association and the approval from the shareholders' meeting which may be specified as a definite number or rule and be determined from time to time or may be effective forever until changed. Additionally, directors shall receive meeting allowances and other benefits in accordance with the regulations of the Company.

The Company's Board of Directors convened the Board of Directors' meeting, No. 1/2025 to determine the directors' remuneration which was considered by the meeting of the Nomination and Remuneration Committee, was held at the Nomination and Remuneration Committee meeting No. 1/2025. The consideration took into account 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, as well as business expansion and profit growth of the Company, are as similar as that of the Company, the remuneration of Directors and Sub-Committees of the Company for the year 2025 within the limit of THB 3,300,000 (Three Million



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ทะเบียนเลขที่ 0107551000231 Registration No. 0107551000231

เลขที่ 406 ถนนรัชดาภิเษก แขวงสามเสนนอก เขตห้วยขวาง กรุงเทพมหานคร 10310

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Three Hundred Thousand Thai Baht), which is an increase from 2024 of THB 300,000 (Three Hundred Thousand Thai Baht). The details of each committee remuneration of the Board of Directors and Sub-Committees are as follows:

Meeting allowance and monthly remuneration

The meeting allowance and monthly remuneration are set at a total amount not exceeding THB 2,000,000 (Two Million Thai Baht) per year, as detailed below.

Board/Committee	Meeting allowance (THB per time)	Monthly compensation (THB)
Board of Directors		
- Chairman of the Board of Directors	9,000	-
- Director	6,000	-
Sub Committees		
- Chairman of the Sub Committees	7,000	-
- Member of the Sub Committees	6,000	-
Independent directors	-	10,000

1. Director bonus

The Annual Bonus for the Board of Directors is set at a total amount not exceeding THB 1,000,000 (One Million Thai Baht), as detailed below. The Chairman of the Board is authorized to allocate the bonus accordingly

2. Remuneration that is any other benefits (does not include benefits provided to general employees)

The Board of Directors' Meeting No. 1/2025 resolved to propose to the Meeting to consider and approve the issuance and offering of shares (ESOP: Employee Stock Option Program) to directors, Executives, and employees of the Company and those of its subsidiaries. The Company will issue and offer ESOP shares to all 11 (Eleven) directors of the Company, in an amount not exceeding 6,700,000 shares (Six Million Seven Hundred Thousand Shares). In this regard, in the allocation of ESOP shares, no director will be allocated ESOP shares in excess of 5 (Five) percent of the total number of ESOP shares offered for sale at this time. The remaining ESOP shares will be allocated to executives and/or employees of the Company or those of its subsidiaries.



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The details of the remuneration that is any other benefits (does not include benefits provided to general employees) for the year 2025 remain identical to those for the year 2024 in all respects.

The Board of Directors considered and deemed it appropriate to propose to the Meeting to approve the remuneration of the Board of Directors and sub-committees for the year 2025 within an amount not exceeding THB 3,300,000 (Three Million Three Hundred Thousand Thai Baht). The proposed compensation is appropriate compared to the Company's operating results.

The remuneration for the Company's Board of Directors is determined and sub-committees for the year 2025 have been reviewed by the Nomination and Remuneration Committee which was held at the Nomination and Remuneration Committee meeting No. 1/2025 and approved by the Board of Directors meeting which was held at the Board of Directors' meeting No. 1/2025.

To ensure convenience and flexibility, it is deemed appropriate to authorize the authority to the Board of Directors or the person assigned by the Board of Directors to change the details of directors' remuneration. However, such changes must not exceed the limit of THB 3,300,000 (Three Million Three Hundred Thousand Thai Baht) as approved by the shareholders' meeting.

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

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 the Board of Directors and sub-committees for the year 2025.

Resolution The Meeting has considered and resolved to consider and the remuneration of the Board of Directors and sub-committees for the year 2025 in the amount of not exceed the limit of THB 3,300,000 (Three Million Three Hundred Thousand Thai Baht), in accordance with the following votes:

Resolution	Number of votes 1 share = 1 vote	Percentage of shareholders attending the meeting
Approved	184,171,214	99.9999
Disapproved	0	0.0000
Abstained	114	0.0001
Total	184,171,328	100.0000
Total of 32 (Thirty-Two) shareholders representing 184,171,328 (One Hundred Eighty-Four Million One Hundred Seventy-One Thousand Three Hundred Twenty-Eight) votes.		

Remark: The resolution of this agenda item shall be passed by the votes of not less than 2/3 (Two-Thirds) of the shareholders attending the Meeting. Those who abstain from voting are counted as the basis for counting votes according to Section 90 of the PLC Act.



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Agenda Item 8: To consider and approve the appointment of the auditors and the determination of the audit fee for the year 2025

The Moderator informed the Meeting that this agenda was to consider and approve the appointment of the auditors and the determination of the audit fee for the year 2025. The Chairman assigned **Mr.Surachai Sothivorakul the Chairman of the Audit Committee**, to present to the Meeting the details of this agenda.

Mr.Surachai Sothivorakul informed the Meeting that in order to comply with Section 120 of the PLC Act and Article 36(5) of the Articles of Association of the Company provide that, 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 RE: Criteria, conditions and procedures for reporting disclosure of information on the financial position and operating results of the issuing company (including any amendment) 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) fiscal years, whether consecutive or not. The Company may appoint such auditor as the Company's auditor only after a lapse of at least 5 (Five) consecutive fiscal years.

In this regard, The Audit Committee has therefore considered the selection of auditors for the year 2025 and proposed them to the Board of Directors Meeting. The Board of Directors agreed to propose to the Meeting to consider and approve to the appointment of the auditors from the company. EY Office Limited (“EY”) is the Company's auditor for the year 2025, numbering 3 (Three) persons, namely:

No.	Name of the auditors	Certified Public Accountant No.	The number of years certified financial statements of the Company
1	Miss Wathu Khayankarnavee	5423	Never served as a signatory on the company's financial statements.
2	Miss Issaraporn Wisutthiyan	7480	Never served as a signatory on the company's financial statements.
3	Miss Sirirat Sricharoensup	5419	Never served as a signatory on the company's financial statements.

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 2025 is in amount of THB 2,060,000 (Two Million Sixty Thousand Thai Baht), which is deemed it appropriate in relation to the workload, as proposed by the Audit Committee. The comparison of the audit fee is set out below:



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Audit fee	2024	2025 (Purposed year)
Audit-Fee	2,010,000	2,060,000
Non-Audit Fee	195,576	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's auditors for the year 2025, the Audit Committee has considered and selected auditors based on performance, experience, and readiness of personnel, having acceptable standards of performance independence and the audit fee rate proposed by the auditor. The Audit Committee deemed it appropriate to propose auditors from EY to be the Company's auditors which is the same auditing office as the subsidiary company. Since the Company has subsidiaries and the Board of Directors is responsible for ensuring that the Company and its subsidiaries can prepare and submit the financial statements for the Company and those of its subsidiaries within the required timeframe, appointing the auditors from EY, who are the Company's auditors and have high professional standards, expertise in auditing, and independence, as the auditors for the subsidiaries for the year 2025 will make the auditing process for the Company and those of its subsidiaries more organized and efficient.

Therefore, the Audit Committee and the Board of Directors agree that the subsidiaries should use the same auditing firm. Additionally, the auditors from EY have proposed a reasonable audit fee and are capable of completing the work within the required timeframe for preparing and submitting the Financial Statements. The audit fee for the Company and those of its subsidiaries for the year 2025 is set at THB 2,060,000 (Two Million Sixty Thousand Thai Baht). When combined with the audit fee for the subsidiaries within the group, the total audit fee amounts to THB 3,930,000 (Three Million Nine Hundred Thirty Thousand Thai Baht).

The Board of Directors considered the recommendation of the Audit Committee and deemed it appropriate to propose to the Meeting to approve the appointment of 3 (Three) auditors from EY to be the Company's auditor for the year 2025 and approve the determination of the Company's audit fee for the year 2025 in the amount of THB 2,060,000 (Two Million Sixty Thousand Thai Baht) and in the event that the auditor is unable to perform his duties and have EY procure another certified public accountant from the office to audit the accounts and express opinions on the company's financial statements. on behalf of such auditor and has determined the remuneration for the auditing of the Company and its subsidiaries for the year 2025 in an amount not exceeding THB 3,930,000 (Three Million Nine Hundred Thirty Thousand Thai Baht).

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

There were no shareholders or proxies inquiring or raising any suggestion in this agenda. The Chairman proposed the Meeting and approve the appointment of the auditors, and the determination of the audit fee for the year 2025.



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Resolution The Meeting has considered and resolved to approve the appointment of the auditors and the determination of the audit fee for the year 2025 in accordance with the following votes:

Resolution	Number of votes 1 share = 1 vote	Percentage of shareholders attending the meeting and entitled to vote
Approved	184,171,328	100.0000
Disapproved	0	0.0000
Abstained	0	0.0000
Total	184,171,328	100.0000

Total of 32 (Thirty-Two) shareholders representing 184,171,328 (One Hundred Eighty-Four Million One Hundred Seventy-One Thousand Three Hundred Twenty-Eight) votes.

Remark: The resolution of this agenda item shall be passed by a majority vote of the shareholders attending the meeting and entitled to vote. Those who abstained from voting are counted as the basis for counting votes according to Article 35 (1) of the Article of Association of the Company.

Agenda Item 9: To consider and approve the issuance and offering of newly issued ordinary shares to directors, executives, and employees of the Company and those of its subsidiaries (PRAPAT ESOP 2025)

The Moderator informed the Meeting that this agenda was to consider and approve the issuance and offering of newly issued ordinary shares to directors, executives, and employees of the Company and those of its subsidiaries (PRAPAT ESOP 2025). The Chairman assigned **Miss Nujarin Samudwech, Company Secretary**, to present to the Meeting the details of this agenda.

Miss Nujarin Samudwech informed the Meeting that this is to reward the contributions and performance of directors, executives, employees of the Company and those of its subsidiaries who have shown exceptional dedication towards advancing the Company's interests and enhancing shareholder value, to serve as an incentive for retaining executives and employees who have highly skilled and irreplaceable personnel, thereby encouraging them to continue their association with the Company over the long term to achieve strategic business objectives, to maintain personnel with knowledge and ability to continue working with the Company over the long term, to align employees' interests more closely with those of the shareholders by offering them a stake in the Company, fostering a shared commitment to the Company's success and prosperity. Additionally, the cash received from the offering of new shares through the PRAPAT ESOP 2025 will help the Company increase its cash flow, which can be used as working capital for the business operations.



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The Company intends to issue and offer the newly issued ordinary shares of the Company which will be allocated to directors, executives, and employees of the Company and those of its subsidiaries (ESOP: Employee Stock Option Program) (“**PRAPAT ESOP 2025**”), not exceeding 19,447,969 shares (Nineteen Million Four Hundred Forty-Seven Thousand Nine Hundred Sixty-Nine Shares), at the par value of THB 0.50 (Fifty Satang), which represents 5.00 (Five) percent of the total number of shares sold of the Company. The Company considers that the issuance and offering of shares under the PRAPAT ESOP 2025 is appropriate and in accordance with the Notification of Capital Market Supervisory Board Tor.Jor. 32/2008, Offer for Sale of Newly-issued Securities to Directors or Employees (including any amendment) (“**Notice Tor.Jor. 32/2008**”) of which details are as follows:

Name of securities : The ordinary shares of Peerapat Technology Public Company Limited issued to the directors, executives, and employees of the Company and those of its subsidiaries (“**ESOP shares**”)

Type : Newly-issued ordinary share

Number of ESOP : Not exceeding 19,447,969 shares (Nineteen Million Four Hundred Forty-Seven Thousand Nine Hundred Sixty-Nine Shares), at the par value of THB 0.50 (Fifty Satang), which represents approximately 5.00 (Five point Zero Zero) percent of the 388,959,391 shares (Three Hundred Eighty-Eight Million Nine Hundred Fifty Nine Thousand Three Hundred Ninety-One shares), which is the total number of paid-up shares of the Company as the date that the Company has been granted the approval by the Annual General Meeting of Shareholders of the year 2025 (E-AGM) to approve PRAPAT ESOP 2025.

Issuance date : The date to be determined by the President of the Company or the person authorized by the Board of Directors. Upon the fact that after the Company has been approved by the Annual General Meeting of Shareholders of the year 2025 (E-AGM) to issue and offer ESOP shares according to the PRAPAT ESOP 2025.

Offering method : This issuance of ESOP shares will be offered to the directors, executives, and employees of the Company and/or those of its subsidiaries. The President of the Company or the person authorized by the Board of Directors will be authorized to consider and determine other details and conditions in relation to the issuance and offering of the ESOP shares under



บริษัท พีรพัฒน์ เทคโนโลยี จำกัด (มหาชน)

Peerapat Technology Public Company Limited

ทะเบียนเลขที่ 0107551000231 Registration No. 0107551000231

เลขที่ 406 ถนนรัชดาภิเษก แขวงสามเสนนอก เขตห้วยขวาง กรุงเทพมหานคร 10310

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the criteria, conditions, and methods to be specified and approved by the shareholders' meeting.

Offering price per share : The offering price of ESOP shares under the PRAPAT ESOP 2025 will be determined by the President of the Company or the person authorized by the Board of Directors.

The offering price of such ESOP shares can be discounted at least 10 (Ten) percent of the market price, but the discount will not exceed 20 (Twenty) percent of the market price as specified in the Notification of the Capital Market Supervisory Board regarding the calculation of the securities offering price and determination of the market price for consideration of the offering of the newly- issued shares.

“Market price” means the weighted average price of shares on the SET over the past 15 (Fifteen) consecutive business days before the date of setting the offering price of the issuance of ESOP shares.

“The date of setting the offering price” means the date on which the President of the company or the person authorized by the Board of Directors set to be the date of issuance and offering of ESOP shares under the PRAPAT ESOP 2025. The subscription date of ESOP will be announced within 2 (Two) business days before the day that offers ESOP shares. The offering period will be 5 (Five) business days.

The PRAPAT ESOP 2025 is a typical program where the offering does not exceed 5 (Five) percent of the total issued shares as of the date of the shareholders' meeting approves the program. It also includes a discount on the offering price of the shares, in accordance with the Notice Tor.Jor. 32/2008. The Board of Directors believes that the discount is appropriate and will encourage employees to exercise their rights under the PRAPAT ESOP 2025.



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ทะเบียนเลขที่ 0107551000231 Registration No. 0107551000231

เลขที่ 406 ถนนรัชดาภิเษก แขวงสามเสนนอก เขตห้วยขวาง กรุงเทพมหานคร 10310

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Offering period : The Company shall issue and offer of ESOP shares within 1 (One) year from the date that the Meeting of the Shareholders of the Company resolved to approve the issuance and offering of the ESOP shares at one time.

Rights and benefits other than those normally attached to the ordinary shares : -None-

Silent Period The Company will establish an agreement regarding the Lock-Up Period as follows:

1st Year: No sale of shares allowed.

After 1 year: 50% (Fifty percent) of the purchased shares can be sold.

After 2 years: The remaining shares can be sold in full.

Secondary market of the ESOP shares : The Company will list the issued and paid-up ESOP shares as the securities on the mai Stock Market. (the “mai”) or the Stock Exchange that common shares of the Company are listing in that time.

To consider and approve the issuance and offering the newly issued ordinary shares to the directors, executives, and employees of the company and those of its subsidiaries, the Board of Directors proposed to authorize the President of the Company or the person authorized by the Board of Directors to have the authority to take any actions necessary to issue and offer ESOP shares in accordance with the PRAPAT ESOP 2025, including but not limited to the following actions:

- 1) To consider determining the names of executives, employees and those of its subsidiaries who are entitled to be allocated ESOP shares and the number of ESOP shares that each such executive and employee will receive.
- 2) To change, increase or decrease the number of ESOP shares of executives, employees and those of its subsidiaries that have already been allocated.

In this regard, in the allocation of ESOP shares by Clause (1) or the change in amount of ESOP shares by Clause (2), no director, executive, employee and those of its subsidiaries will be allocated ESOP shares in excess of 5 (Five) percent of the total number of ESOP shares offered for sale.



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The details of the allocation of the newly issued ordinary share for directors, executives, and employees of the Company and those of its subsidiaries (ESOP: Employee Stock Option Program) are shown in the Information Memorandum of the offering of newly issued ordinary shares to directors, executives, and employees of the Company and/or those of its subsidiaries, as per Enclosure 10, which has been delivered to all shareholders together with the Notice.

The Board of Directors considered and deemed it appropriate to propose to the Meeting to approve the issuance and offering of the newly issued ordinary share for directors, executives, and employees of the Company and those of its subsidiaries PRAPAT ESOP 2025 of not exceeding 19,447,969 shares (Nineteen Million Four Hundred Forty-Seven Thousand Nine Hundred Sixty-Nine Shares), at par value of THB 0.50 (Fifty Satang), representing approximately 5 (Five) percent of the paid-up share of the Company.

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

There were no shareholders or proxies inquiring or raising any suggestion in this agenda. The Chairman proposed the Meeting and approve the issuance and offering of newly issued ordinary shares to directors, executives, and employees of the Company and those of its subsidiaries (PRAPAT ESOP 2025).

Resolution The Meeting has considered and resolved to approve the issuance and offering of newly issued ordinary shares to directors, executives, and employees of the Company and those of its subsidiaries (PRAPAT ESOP 2025) in accordance with the following votes:

Resolution	Number of votes 1 share = 1 vote	Percentage of shareholders attending the meeting and entitled to vote
Approved	184,171,328	100.0000
Disapproved	0	0.0000
Abstained	0	0.0000
Total	184,171,328	100.0000

Total of 32 (Thirty-Two) shareholders representing 184,171,328 (One Hundred Eighty-Four Million One Hundred Seventy-One Thousand Three Hundred Twenty-Eight) votes.

Remark: The resolution on this agenda item shall be approved by votes of not less than 3/4 (Three-Fourth) of the total number of votes of the shareholders attending the Meeting and entitled to vote. And must not have shareholders holding shares totaling more than 10 percent (Ten Percent) of the total number of votes of shareholders who attended the meeting and voted against the offering of securities according to Section 9 of the Notice Tor.Jor. 32/2008.



บริษัท พีรพัฒน์ เทคโนโลยี จำกัด (มหาชน)

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ทะเบียนเลขที่ 0107551000231 Registration No. 0107551000231

เลขที่ 406 ถนนรัชดาภิเษก แขวงสามเสนนอก เขตห้วยขวาง กรุงเทพมหานคร 10310

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Agenda Item :10 To consider and approve the decrease of the Company’s registered capital and the amendment of the Memorandum of Association to be consistent with the decrease of registered capital

The Moderator informed the Meeting that this agenda was to consider and approve the decrease of the Company’s registered capital and the amendment of the Memorandum of Association to be consistent with the decrease of registered capital. The Chairman assigned **Miss Nujarin Samudwech, Company Secretary**, to present to the Meeting the details of this agenda.

Miss Nujarin Samudwech informed the Meeting that under Section 136 of the PLC Act and Article 35 (d) and (e) of the Articles of Association of the company provide that the Company will be able to increase registered capital upon all the shares have been issued and the shares have been paid in full except for shares that have not yet been fully sold due to being issued to support convertible bonds or warrants to purchase shares.

Therefore, the Company intends to reduce its registered capital by THB 9,349,652.50 (Nine Million Three Hundred Forty-Nine Thousand Six Hundred Fifty-Two Thai Baht and Fifty Satang) from the existing registered capital of THB 203,829,348.00 (Two Hundred Three Million Eight Hundred Twenty-Nine Thousand Three Hundred Forty-Eight Thai Baht) to the new registered capital of THB 194,479,695.50 (One Hundred Ninety-Four Million Four Hundred Seventy-Nine Thousand Six Hundred Ninety-Five Thai Baht and Fifty Satang). This will be done by canceling 18,699,305 unissued ordinary shares (Eighteen Million Six Hundred Ninety-Nine Thousand Three Hundred Five shares) with a par value of THB 0.50 (Fifty Satang) per share, which are the remaining shares from the allocation of dividend shares and ESOP 2024 shares.

In order to be consistent with the above decrease of the registered capital, the Company has to amend Clause 4 of the Company's Memorandum of Association as follows:

“Clause 4.	Registered Capital	THB 194,479,695.50	(One Hundred Ninety-Four Million Four Hundred Seventy-Nine Thousand Six Hundred Ninety-Five Thai Baht and Fifty Satang)
	Equivalent to	388,959,391 Shares	(Three Hundred Eighty-Eight Million Nine Hundred Fifty-Nine Thousand Three Hundred Ninety-One shares)
	Par value	0.50 Thai Baht	(Fifty Satang)
	Divided into:		
	Ordinary share	388,959,391 Shares	(Three Hundred Eighty-Eight Million Nine Hundred Fifty-Nine Thousand Three Hundred Ninety-One shares)
	Preferred share	- Shares	(-)”



บริษัท พีรพัฒน์ เทคโนโลยี จำกัด (มหาชน)

Peerapat Technology Public Company Limited

ทะเบียนเลขที่ 0107551000231 Registration No. 0107551000231

เลขที่ 406 ถนนรัชดาภิเษก แขวงสามเสนนอก เขตห้วยขวาง กรุงเทพมหานคร 10310

406 Ratchadapisek Road, Samsen Nok, Huai Khwang, Bangkok 10310, Thailand

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To carry out such abovementioned processes, the Board of Directors' meeting proposed to assign to the Board of Directors and/or persons assigned by the Board of Directors to proceed with the registration of the amendment of the Company's Memorandum of Association at the Ministry of Commerce, Department of Business Development and to have power to amend and add the wording in order to comply with the Registrar's orders.

The Board of Directors considered and deemed it appropriate to propose to the Meeting to approve the decrease of the Company's registered capital in the amount of THB 9,349,652.50 (Nine Million Three Hundred Forty-Nine Thousand Six Hundred Fifty-Two Thai Baht and Fifty Satang) from existing registered capital THB 203,829,348.00 (Two Hundred Three Million Eight Hundred Twenty-Nine Thousand Three Hundred Forty-Eight Thai Baht) to be the new registered capital in the amount of THB 194,479,695.50 (One Hundred Ninety-Four Million Four Hundred Seventy-Nine Thousand Six Hundred Ninety-Five Thai Baht and Fifty Satang) by canceling the unallocated ordinary shares of 18,699,305 shares (Eighteen Million Six Hundred Ninety-Nine Thousand Three Hundred Five shares), at the par value of THB 0.50 (Fifty Satang), which are the remaining ordinary shares from the allocation of dividend shares and ESOP shares in 2024. To carry out such abovementioned processes, the Board of Directors' meeting proposed to assign to the Board of Directors and/or persons assigned by the Board of Directors to proceed with the registration of the amendment of the Company's Memorandum of Association at the Ministry of Commerce, Department of Business Development and to have power to amend and add the wording in order to comply with the Registrar's orders.

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

There were no shareholders or proxies inquiring or raising any suggestion in this agenda. The Chairman proposed the Meeting to approve the decrease of the Company's registered capital and the amendment of the Memorandum of Association to be consistent with the decrease of registered capital.

Resolution The Meeting has considered and resolved to approve the decrease of the Company's registered capital and the amendment of the Memorandum of Association to be consistent with the decrease of registered capital in accordance with the following votes:

Resolution	Number of votes 1 share = 1 vote	Percentage of shareholders attending the meeting and entitled to vote
Approved	184,171,328	100.0000
Disapproved	0	0.0000
Abstained	0	0.0000
Total	184,171,328	100.0000
Total of 32 (Thirty-Two) shareholders representing 184,171,328 (One Hundred Eighty-Four Million One Hundred Seventy-One Thousand Three Hundred Twenty-Eight) votes.		



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Remark: The resolution on this agenda item shall be approved by votes of not less than 3/4 (three-quarters) of the total number of votes of the shareholders attending the meeting and entitled to vote. Those who abstained from voting are counted as the basis for counting votes according to Article 35 (2) of the Article of Association of the Company.

Agenda Item :11 To consider and approve the increase of the Company’s registered capital and the amendment of the Memorandum of Association to be consistent with the increase of registered capital

The Moderator informed the Meeting that this agenda was to consider and approve the increase of the Company’s registered capital and the amendment of the Memorandum of Association to be consistent with the increase of registered capital. The Chairman assigned **Miss Nujarin Samudwech, Company Secretary**, to present to the Meeting the details of this agenda.

Miss Nujarin Samudwech informed the Meeting that the Company wishes to increase of the Company’s registered capital in amount of THB 29,171,954.00 (Twenty-Nine Million One Hundred Seventy-One Thousand Nine Hundred Fifty-Four Thai Baht) from the existing registered capital of THB 194,479,695.50 (One Hundred Ninety-Four Million Four Hundred Seventy-Nine Thousand Six Hundred Ninety-Five Thai Baht and Fifty Satang) (after the decrease of the registered capital) to be the new registered capital of THB 223,651,649.50 (Two Hundred Twenty-Three Million Six Hundred Fifty-One Thousand Six Hundred Forty-Nine Thai Baht and Fifty Satang) by issuing the newly-issued ordinary shares of 58,343,908 shares (Fifty-Eight Million Three Hundred Forty-Three Thousand Nine Hundred Eight Shares), at the par value of THB 0.50 (Fifty Satang) , to underly the dividend payment for the year 2025 to be distributed in the form of dividend stock in the amount of 38,895,939 shares (Thirty-Eight Million Eight Hundred Ninety-Five Thousand Nine Hundred Thirty-Nine Shares) and to be allocated to directors, executives, and employees of the Company and those of its subsidiaries (under PRAPAT ESOP 2025) in the amount of 19,447,969 shares (Nineteen Million Four Hundred Forty-Seven Thousand Nine Hundred Sixty-Nine Shares) according to agenda 5, 9 and 12. The details are shown in the Capital Increase Report Form (F.53-4) as per Enclosure No. 9, which has been delivered to all shareholders together with the Notice.

In this regard, in order to be consistent with the above increase in registered capital, the Company have to amend Clause 4 of the Company's Memorandum of Association as follows:

“Clause 4.	Registered Capital	THB 223,651,649.50	(Two Hundred Twenty-Three Million Six Hundred Fifty-One Thousand Six Hundred Forty-Nine Thai Baht and Fifty Satang)
	Equivalent to	447,303,299 Shares	(Four Hundred Forty-Seven Million Three Hundred Three Thousand Two Hundred Ninety-Nine Shares)
	Par value	0.50 Thai Baht	(Fifty Satang)
	Consisting of:		
	Ordinary share	447,303,299 Shares	(Four Hundred Forty-Seven Million Three Hundred Three Thousand Two Hundred Ninety-Nine Shares)



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ทะเบียนเลขที่ 0107551000231 Registration No. 0107551000231

เลขที่ 406 ถนนรัชดาภิเษก แขวงสามเสนนอก เขตห้วยขวาง กรุงเทพมหานคร 10310

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Preferred
share - Shares (-)”

To carry out such abovementioned processes, the Board of Directors' meeting proposed to assign to the Board of Directors and/or persons assigned by the Board of Directors to proceed with the registration of the amendment of the Company's Memorandum of Association at the Ministry of Commerce, Department of Business Development and to have power to amend and add the wording in order to comply with the Registrar's orders.

The Board of Directors considered and deemed it appropriate to propose to the Meeting to approve the increase of the Company's registered capital in amount of THB 29,171,954.00 (Twenty-Nine Million One Hundred Seventy-One Thousand Nine Hundred Fifty-Four Thai Baht) from the existing registered capital of THB 194,479,695.50 (One Hundred Ninety-Four Million Four Hundred Seventy-Nine Thousand Six Hundred Ninety-Five Thai Baht and Fifty Satang) to be the new registered capital of THB 223,651,649.50 (Two Hundred Twenty-Three Million Six Hundred Fifty-One Thousand Six Hundred Forty-Nine Thai Baht and Fifty Satang) by issuing the newly-issued ordinary shares of 58,343,908 shares (Fifty-Eight Million Three Hundred Forty-Three Thousand Nine Hundred Eight Shares), at the par value of THB 0.50 (Fifty Satang), and approve the amendment of Clause 4 of the Company's Memorandum of Association to be in line with the increase of the Company's registered capital. To carry out such abovementioned processes, the Board of Directors' meeting proposed to assign to the Board of Directors and/or persons assigned by the Board of Directors to proceed with the registration of the amendment of the Company's Memorandum of Association at the Ministry of Commerce, Department of Business Development and to have power to amend and add the wording in order to comply with the Registrar's orders.

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

There were no shareholders or proxies inquiring or raising any suggestion in this agenda. The Chairman proposed the Meeting to approve the increase of the Company's registered capital and the amendment of the Memorandum of Association to be consistent with the increase of registered capital.

Resolution The Meeting has considered and resolved to approve the increase of the Company's registered capital and the amendment of the Memorandum of Association to be consistent with the increase of registered capital in accordance with the following votes:

Resolution	Number of votes 1 share = 1 vote	Percentage of shareholders attending the meeting and entitled to vote
Approved	184,171,328	100.0000
Disapproved	0	0.0000
Abstained	0	0.0000
Total	184,171,328	100.0000

Total of 32 (Thirty-Two) shareholders representing 184,171,328 (One Hundred Eighty-Four Million One Hundred Seventy-One Thousand Three Hundred Twenty-Eight) votes.



บริษัท พีรพัฒน์ เทคโนโลยี จำกัด (มหาชน)

Peerapat Technology Public Company Limited

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เลขที่ 406 ถนนรัชดาภิเษก แขวงสามเสนนอก เขตห้วยขวาง กรุงเทพมหานคร 10310

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Remark: The resolution on this agenda item shall be approved by votes of not less than 3/4 (three-quarters) of the total number of votes of the shareholders attending the meeting and entitled to vote. Those who abstained from voting are counted as the basis for counting votes according to Article 35 (2) of the Article of Association of the Company.

Agenda Item :12 To consider and approve the allocation of the newly issued ordinary shares to accommodate the stock dividend payment and the offering to the directors, executives, and employees of the Company and those of its subsidiaries (PRAPAT ESOP 2025)

The Moderator informed the Meeting that this agenda was to consider and approve the allocation of the newly issued ordinary shares to accommodate the stock dividend payment and the offering to the directors, executives, and employees of the Company and those of its subsidiaries (PRAPAT ESOP 2025). The Chairman assigned **Miss Nujarin Samudwech, Company Secretary**, to present to the Meeting the details of this agenda.

Miss Nujarin Samudwech informed the Meeting that according to Agenda item 11, which was proposed to the Meeting to consider and approve the increase of the registered capital of the Company and the amendment of the Memorandum of Association to be in line with the increase of the registered capital of the Company in the amount of 58,343,908 shares (Fifty-Eight Million Three Hundred Forty-Three Thousand Nine Hundred Eight Shares) with details of the allocation of newly issued ordinary shares as follows:

- 1) The allocation of the newly issued ordinary shares in the amount of 38,895,939 shares (Thirty-Eight Million Eight Hundred Ninety-Five Thousand Nine Hundred Thirty-Nine Shares), at the par value of THB 0.50 (Fifty Satang), to reserve for the stock dividends payment. The Company shall allocate dividend shares at the rate of 10 (Ten) original shares per 1 (One) dividend share, calculated as dividend payment at the rate of THB 0.05 (Five Satang) per share.
- 2) The allocation of the newly issued ordinary shares in the amount of 19,447,969 shares (Nineteen Million Four Hundred Forty-Seven Thousand Nine Hundred Sixty-Nine Shares), at the par value of THB 0.50 (Fifty Satang), to reserve for the offering to directors, executives, and employees of the Company and/or those of its subsidiaries (PRAPAT ESOP 2025).



บริษัท พีรพัฒน์ เทคโนโลยี จำกัด (มหาชน)

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ทะเบียนเลขที่ 0107551000231 Registration No. 0107551000231

เลขที่ 406 ถนนรัชดาภิเษก แขวงสามเสนนอก เขตห้วยขวาง กรุงเทพมหานคร 10310

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The Board of Directors proposed to authorize the President or the person authorized by the Board of Directors to take any action necessary to issue and offer shares for sale to directors, executives, and employees of the Company and/or those of its subsidiaries (ESOP), including but not limited to processes as follows:

- 1) To consider determining the list of executives and employees who are entitled to receive ESOP shares and the number of ESOP shares that such executives and employees will receive.
- 2) To change, increase or decrease the number of ESOP shares of executives, employees that have already been allocated.

The details of the allocation of newly issued ordinary shares appear in accordance with the Capital Increase Report Form (F 53-4) and the Information Memorandum of the offering of newly issued ordinary shares to directors, executives, and employees of the Company and those of its subsidiaries (ESOP) Enclosure No. 9 and No. 10, respectively. which has been delivered to all shareholders together with the Notice.

The Board of Directors considered and deemed it appropriate to propose to the Meeting to approve the allocation of 58,343,908 newly issued ordinary shares (Fifty-Eight Million Three Hundred Forty-Three Thousand Nine Hundred Eight Shares) with details of the allocation of newly issued ordinary shares as follows:

- 1) The allocation of the newly issued ordinary shares in the amount of 38,895,939 shares (Thirty-Eight Million Eight Hundred Ninety-Five Thousand Nine Hundred Thirty-Nine Shares), at the par value of THB 0.50 (Fifty Satang), to reserve for the stock dividends payment. The Company shall allocate dividend shares at the rate of 10 (Ten) original shares per 1 (One) dividend share, calculated as dividend payment at the rate of THB 0.05 (Five Satang) per share.
- 2) The allocation of the newly issued ordinary shares in the amount of 19,447,969 shares (Nineteen Million Four Hundred Forty-Seven Thousand Nine Hundred Sixty-Nine Shares), at the par value of THB 0.50 (Fifty Satang), to reserve for the offering to directors, executives, and employees of the Company and/or those of its subsidiaries (PRAPAT ESOP 2025).

The Board of Directors proposed to authorize the President or the person authorized by the Board of Directors to take any action necessary to issue and offer shares for sale to directors, executives, and employees of the Company and/or those of its subsidiaries (ESOP), including but not limited to processes as follows:

- 1) To consider determining the list of executives and employees who are entitled to receive ESOP shares and the number of ESOP shares that such executives and employees will receive.
- 2) To change, increase or decrease the number of ESOP shares of executives, employees that have already been allocated



บริษัท พีรพัฒน์ เทคโนโลยี จำกัด (มหาชน)

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

There were no shareholders or proxies inquiring or raising any suggestion in this agenda. The Chairman proposed the Meeting to approve the allocation of the newly issued ordinary shares to accommodate the stock dividend payment and the offering to the directors, executives, and employees of the Company and those of its subsidiaries (PRAPAT ESOP 2025).

Resolution The Meeting has considered and resolved to approve the allocation of the newly issued ordinary shares to accommodate the stock dividend payment and the offering to the directors, executives, and employees of the Company and those of its subsidiaries (PRAPAT ESOP 2025) in accordance with the following votes:

Resolution	Number of votes 1 share = 1 vote	Percentage of shareholders attending the meeting and entitled to vote
Approved	184,171,214	99.9999
Disapproved	0	0.0000
Abstained	114	0.0001
Total	184,171,328	100.0000
Total of 32 (Thirty-Two) shareholders representing 184,171,328 (One Hundred Eighty-Four Million One Hundred Seventy-One Thousand Three Hundred Twenty-Eight) votes.		

Remark: The resolution of this agenda item shall be passed by a majority vote of the shareholders attending the meeting and entitled to vote. Those who abstained from voting are counted as the basis for counting votes according to Article 35 (1) of the Article of Association of the Company.



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Agenda Item 13: Other matters (if any)

Section 105 Paragraph 2 of the PLC Act provides that the shareholders holding shares amounting to not less than 1/3 (one-third) of the total number of shares sold may request the meeting to consider matters other than those indicated in the notice of the meeting.

The Board of Directors has considered and deemed it appropriate to propose including an “Other matters” agenda. This allows shareholders to ask questions, engage in discussions, and/or provide suggestions to the Board of Directors and/or the Company’s management. No resolution will be passed under this agenda, unless a shareholder proposes a matter that requires a vote, in which case relevant laws will apply.

The Chairman gave the opportunity to shareholders or the proxy who attended the Meeting to express their opinions and further inquire under this agenda. There were no shareholders or proxies inquiring or raising any suggestion in this agenda. The Chairman expressed appreciation to all shareholders and proxies for their attendance and declared the meeting adjourned at 15:53 hrs.

Yours faithfully,

(sign)_____

Mr. Bowon Vongsinudom

Chairman of the Meeting

(sign)_____

Miss Nujarin Samudwech

Secretary of the Meeting