



## Rhom Bho Property Public Company Limited

444-444/1 Pracha Uthit Road, Huaykwang Sub District, Huaykwang District, Bangkok. Tel. 02 1036444, Fax 02 1032444

### Minutes of 2025 Annual General Meeting of Shareholders

#### Rhom Bho Property Public Company Limited

Wednesday, 23 April 2025

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#### Attendees Board of Directors

- |                                 |  |
|---------------------------------|--|
| 1. Mr. Ronnachit Mahattanapreut | Chairman of the Board of Directors / Independent Director / Chairman of the Audit Committee / Chairman of Corporate Governance Committee |
| 2. Mr. Sunpasiri Sunpa-A-Sa     | Independent Director / Audit Committee / Chairman of the Risk Management Committee   |
| 3. Mr. Chakaphat Naskan         | Independent Director / Audit Committee / Chairman of Nomination and Remuneration Committee / Corporate Governance Committee              |
| 4. Mr. Weerapan Wipanpong       | Director / Chairman of Executive Committee Corporate Governance Committee / Nomination and Remuneration Committee                        |
| 5. Mr. Kriengsak Hiamto         | Director / Risk Management Committee / Executive Committee   |
| 6. Mr. Nuthapon Luckkanalawan   | Director / Risk Management Committee / Executive Committee   |
| 7. Mr. Darong Hutajuta          | Director / Chief Executive Officer / Nomination and Remuneration Committee / Executive Committee   |
| 8. Mr. Wut Vipanpong            | Director   |
| 9. Mr. Supote Wannarote         | Director   |

Therefore, the directors attending the meeting today were 9 persons from a total of 9 persons or equivalent to 100 percent.

#### Attendees Executives

- |                            |   |
|----------------------------|---|
| 1. Mr. Wakin Thangkulawat  | Co-Chief Executive Officer                        |
| 2. Mr. Sutinun Theparruk   | Chief of Accounting & Financial Officer           |
| 3. Ms. Cheraia Udomvongsup | Executives Vice President, Accounting & Financial |

#### Auditor from EY Office Limited

1. Ms. Sineenart Jirachaikhuan Khan
2. Ms. Sassathorn Tingsaphat

### **The meeting started at 2:00 PM**

Mr. Ronnachit Mahattanapreut, the Chairman of the Board of Directors, acted as the chairman of the meeting (the "Chairman") and delegated Ms. Buabucha Punnanant (the "Meeting Facilitator") to conduct the meeting today. The Annual General Meeting of Shareholders for the Year 2024 (the "Meeting") was held via electronic media (E-meeting), conducted in accordance with the Electronic Meeting Act B.E. 2563 and other related laws and regulations. The meeting took place at the company meeting room no. 444-444/1 Pracha Uthit Road, Huaykwang Sub District, Huaykwang District, Bangkok

In this regard, OJ International Company Limited, which passed a self-assessment pursuant to the requirements of Electronic Transaction Development Agency, was a service provider of the meeting control system, in accordance with criteria specified in the laws on electronic meeting. The Meeting has agendas stipulated in the invitation to this Meeting which has been sent to the shareholders.

The meeting facilitator introduced the company's directors and executives attending the meeting to the participants, and also introduced the representative from EY Office Limited, who is responsible for auditing the voting process during this meeting.

As of the record date for determining the shareholders eligible to attend the 2025 Annual General Meeting of Shareholders (Record Date) on March 7, 2025, the Company had a registered capital of 415,091,058 Baht and a paid-up registered capital of 391,027,808.50 Baht, with a par value of 0.50 Baht per share.

At this Annual General Meeting of Shareholders, 14 shareholders attended the meeting in person, representing a total of 9,211,712 shares. In addition, 57 shareholders appointed proxies to attend the meeting, representing a total of 565,446,158 shares. Altogether, there were 71 shareholders participating, representing a total of 574,657,870 shares, equivalent to 73.4804% of the Company's issued and paid-up shares, thereby constituting a quorum as required by law and the Company's Articles of Association.

The Meeting Facilitator informed the Meeting that the Company had invited and notified the shareholders about the Meeting in 3 ways as follows.

1. Sending the Meeting invitation letter in the QR Code form by post
2. Announcing the Meeting invitation in a newspaper
3. Posting the Meeting details on the Company's website

The Company has adhered to good corporate governance practices regarding equitable treatment of shareholders by publishing the Notice of the Shareholders' Meeting along with supporting documents on the Company's website in advance of the meeting date, starting from

March 24, 2025. The Company will conduct the meeting in accordance with the agendas specified in the Notice of the Meeting, with no additional agenda items proposed for consideration, to ensure that the meeting is conducted in line with good corporate governance principles.

In addition, the Company provided an opportunity for shareholders to propose meeting agenda items, nominate individuals for directorship, and submit questions related to the meeting agenda in advance via mail or email to the Company Secretary from October 1, 2024, to December 31, 2024. However, no shareholders proposed any meeting agenda items, nominated any individuals for directorship, or submitted any questions to the Company within the specified period.

Subsequently, the meeting facilitator explained the meeting procedures, the voting rules, the voting methods, and the conditions for approval for each agenda item to the meeting participants in detail as follows.

- The agendas would be proposed agenda by agenda.
- Once the agenda has been proposed, Q&A session will be commenced. If the shareholders or their proxies have any queries or opinions related to such agenda, the shareholders can ask questions or share their opinions by following methods:

- **Submission of Questions**

- In cases ask questions via text message:

- In the Zoom program, please select the "Q&A" menu. A window will open where you can type your question. Once you have finished typing, press the "Enter" key or click the "Send" icon.

- In Case of Verbal Questions

- Please select the "Reactions" menu at the bottom of the screen and then choose "Raise Hand" to raise your hand. When your name is called, the staff will enable your microphone so you can ask your question. You will need to click the "Unmute" button that appears on your screen and also activate the microphone on your device. If you are unable to speak through the microphone within 1 minute, kindly type your question in the Q&A box so that the Company Secretary can read the question on your behalf. After you have finished asking your question, please click the microphone button to mute your microphone and click "Lower Hand" to lower your hand.

- Before asking a question, please kindly state your full name and specify whether you are attending the meeting as a shareholder or as a proxy. This is to ensure accurate and complete recording of the meeting minutes. The Company Secretary will read out questions related to the meeting agenda, and the Chairman will assign the responsible person to respond accordingly.

- The Company reserves the right to respond only to questions related to the presented agenda items. Questions concerning other agenda items will be addressed during the discussion of those respective agendas. In the case of questions unrelated to any agenda item

presented at this meeting, shareholders may raise them during the "Other Matters" agenda. A one-minute window will be provided for submitting questions after the presentation of each agenda item. If no questions are submitted within one minute, it will be deemed that no shareholders have any questions, and the meeting will proceed accordingly.

- **Voting Procedures**

- After the Q&A session is completed, voting will be conducted. For voting during the meeting, shareholders shall cast their votes through the E-Voting system for each agenda item. Shareholders may vote according to the number of shares they hold or according to the number of shares granted by proxy. Each share carries one vote. A voting period of approximately one minute will be provided. After one minute, the Company will process the voting results. The electronic voting (E-Voting) procedures are as follows:

- As this meeting is conducted via electronic media, no printed ballot cards will be distributed to the participants.

- For voting, shareholders are requested to go to the main window of the web browser and select "E-Voting." The system will open a new window for voting on each agenda item within the allotted one-minute timeframe. After selecting your vote, a pop-up will appear asking for confirmation. Please click "Confirm" to finalize your vote.

- In the case that a shareholder wishes to change their vote, they may do so by selecting a new vote. However, once the voting for that agenda item has been closed, shareholders will no longer be able to cast or change their votes.

- For shareholders accessing the meeting via mobile devices or tablets, please switch from the Zoom application back to the web browser to cast your vote through the E-Voting menu.

- After you have completed your voting, please return to the E-Meeting window on the Zoom program to continue viewing the meeting's video and audio.

- **Voting and Vote Counting**

- Shareholders may cast their votes during the designated voting period for each agenda item by selecting only one option: Approve, Disapprove, or Abstain. Vote splitting is not permitted. Once the voting period for each agenda item has ended, shareholders will no longer be able to change their votes. If a shareholder or proxy does not make any selection, the system will automatically count the vote as "Approve." For shareholders who have submitted a proxy form with pre-cast votes, the Company has already collected and recorded their votes in the system in accordance with their instructions stated in the proxy form.

- In the event that there are no votes of disapproval or abstention for any agenda item, the resolution shall be deemed unanimously approved by the meeting.

- In counting the votes of all eligible voters, the Company will exclude the votes of shareholders who have a special interest in the matter requiring a resolution. Details of the shareholders who have a special interest and are not entitled to vote on the respective matters have already been specified in the Notice of Meeting.

- In the vote counting process, the Company will verify the documents submitted and cross-check the results from the E-Voting system based on the votes cast by shareholders within the voting period designated for each agenda item.

The Company will inform shareholders of the required voting threshold for each agenda item before each voting session. For the vote counting in this meeting, the resolutions are categorized into three types as follows:

- 1) Agenda Items 2, 3, 8, and 10 require approval by a majority vote of the shareholders who attend the meeting and cast their votes, excluding abstentions from the vote count.
- 2) Agenda Item 9 requires approval by no less than two-thirds of the total votes of the shareholders attending the meeting, with abstentions counted as part of the base for the vote count.
- 3) Agenda Items 4, 5, 6, and 7 require approval by no less than three-fourths of the total votes of the shareholders attending the meeting and casting their votes, with abstentions counted as part of the base for the vote count.

The guidelines and procedures presented above are intended to ensure that the meeting proceeds efficiently, transparently, and in compliance with the Company's Articles of Association, relevant regulations, and the recommendations of the Securities and Exchange Commission.

The Company will record video and audio throughout the entire Annual General Meeting of Shareholders.

The meeting facilitator asked whether any shareholders or proxy holders had any questions regarding the meeting procedures and the vote counting process as outlined above. It was also explained that if any shareholders or proxy holders experienced any technical issues or had inquiries, they could contact the Call Center at 02-0791811 for assistance. As no shareholders or proxy holders raised any objections or disagreements regarding the meeting procedures and vote counting process, it was deemed that the meeting approved the procedures and vote counting process as presented.

Today's meeting consists of a total of 11 agenda items, as previously notified in the Notice of Meeting that was sent to shareholders, as follows:

Agenda 1. To consider and acknowledge the Company's operating results for the year 2024.

Agenda 2. To consider and approve the Financial Statements for the fiscal year ended  
31 December 2024

Agenda 3. To consider and approve the allocation of profits and approve the dividend payment for the Company's operating results for the accounting period ending on December 31, 2024.

Agenda 4. To consider and approve the reduction of the company's registered capital by 24,063,249.50 Baht, from the original registered capital of 415,091,058.00 Baht to 391,027,808.50 Baht, and to approve the amendment of Article 4 of the company's Memorandum of Association to align with the reduction in registered capital.

Agenda 5. To consider and approve the increase in registered capital under a general mandate, not exceeding 78,205,561 shares, with a par value of 0.50 Baht per share, totaling no more than 39,102,780.50 Baht (or equivalent to 10% of the company's paid-up capital), to be offered for sale to a limited group of individuals (Private Placement).

Agenda 6. To consider the increase in the company's registered capital by 39,102,780.50 Baht, from the original registered capital of 391,027,808.50 Baht to 430,130,589.00 Baht, to accommodate the issuance of additional common shares under the general mandate, and to amend Article 4 of the company's Memorandum of Association to align with the increase in registered capital.

Agenda 7. To consider and approve the allocation of additional common shares under the general mandate, by issuing no more than 78,205,561 shares, with a par value of 0.50 Baht per share (or equivalent to 10% of the company's paid-up capital), to be offered for sale to a limited group of individuals (Private Placement).

Agenda 8. To consider and approve the election of directors to replace those whose terms have expired.

Agenda 9. To consider and approve the directors' remuneration for the year 2025.

Agenda 10. To consider the appointment of the auditor and determine the audit fee for the year 2025.

Agenda 11. To consider other matters (if any).

The meeting then commenced to consider the matters according to the agenda items specified in the Notice of Meeting.

**Agenda 1. To consider and acknowledge the Company's operating results for the year 2024.**

The Chairman assigned Mr.Wakin Thangkulawat, Co-Chief Executive Officer, to report the Company's performance for the year 2024 to the meeting.

Mr.Wakin Thangkulawat, Co-Chief Executive Officer, presented to the meeting that the company, Rhombho Property Public Company Limited (“the Company”), has developed a total of 12 projects with a total project value of 30,460 million Baht. These projects are divided into: 5 completed projects, 1 project in the handover process, and 6 projects under construction. The company has experienced significant growth. Before the COVID-19 crisis (between 2011-2017), the company had a development project value of 4,412 million Baht. However, after Asset Wise Public Company Limited became an indirect major shareholder, the company has been able to continuously expand its project development, leading to an increase in the total project value. As of 2025, the total project value is approximately 42,660 million Baht.

In 2024, the company received a total of 4 design awards. These awards help enhance consumer confidence in the company's design quality, as well as in the process of delivering various projects, which are consistently carried out with high-quality standards.

The projects developed in 2024 include: The Title Heritage Bang-Tao project, with a project value of 6,000 million Baht and 789 units, achieving 54% sales. The Title Serenity Nai Yang project, with a project value of 4,000 million Baht and 814 units, achieving 53% sales. The Title Cielo Rawai project, with a project value of 1,200 million Baht and 171 units, achieving 91% sales. The Modeva project, with a project value of 6,200 million Baht and 859 units, achieving 35% sales. The Title Artrio Bang-Tao project, with a project value of 2,600 million Baht and 435 units, achieving 10% sales. In 2025, the company plans to launch 5 new projects, including: The Katabello project, with a project value of 5,500 million Baht and 760 units. The Adora project, with a project value of 1,400 million Baht and 210 units. The Title Villa Estella Nai Yang project, with a project value of 500 million Baht and 26 units. The Title Balcony Nai Yang project and The Title Villa Cherngtalay project.

The construction progress of the developed projects is as follows: The Title Legendary Bang-Tao project is expected to be completed and delivered by the second quarter of 2025. The Title Heritage project is expected to be completed and delivered by the first quarter of 2026. The Title Serenity Nai Yang project is expected to be completed and delivered by the second quarter of 2026. For other projects, including The Title Cielo Rawai, The Modeva, and The Title Artrio Bang-Tao, construction has already commenced.

In 2024, the company achieved total revenue of 1,250.74 million Baht, reflecting a 186% growth compared to 2023. This led to a 311% increase in net profit, amounting to 91.23 million Baht.

As for selling and administrative expenses, these increased due to costs related to the company's project launches.

As of December 31, 2024, the company has a backlog of condominium units with a total value of 9,960 million Baht, divided into: 3,805 million Baht for 2025 , 6,155 million Baht for 2026-2027

Mr.Wakin Thangkulawat, Co-Chief Executive Officer, reported to the meeting that, in addition to the performance results already presented, the company has established an anti-corruption policy. The company has set clear and stringent guidelines for operations in various areas that could potentially lead to corruption. Additionally, a policy for handling complaints has been implemented to provide stakeholders with an opportunity to report and raise concerns about corruption conveniently. These policies are made available to stakeholders through the company's website. The company is currently considering and preparing to join anti-corruption organizations in the future.

The report mentioned above provides a summary explanation of the changes in financial performance figures, as well as the factors, both positive and negative, that have significantly impacted the company. Detailed information can be found in the section "Management Discussion and Analysis" (MD&A) of the 56-1 One Report for the year 2024, which has been sent to shareholders along with the meeting invitation. If any shareholders have questions, they can submit them after the presentation. Shareholders can also review the MD&A and One Report in further detail on the Stock Exchange of Thailand website or on the company's Investor Relations website.

The meeting facilitator inquired whether any shareholder or proxy would like to ask questions or provide comments on this matter. The following questions or comments were raised by the attendees:

Mr. Panachai Korsawasdikul, a shareholder attending the meeting in person, had a question.

1. In the third quarter of 2025, the company will begin transferring and recognizing profits from major projects in Phuket. Does the company plan to distribute the profits as high dividends, or will the funds be reinvested?

Mr. Sutinun Theparruk, Chief Accounting and Finance Officer, responded that for the year 2025, the company plans to recognize revenue from the project "The Title Legendary Bang-Tao." According to the dividend policy, the company has set the dividend payout to shareholders at no less than 40% of the net profit according to the consolidated financial statements. However, this will depend on the appropriateness and future investment opportunities of the company.

2. In 2025-2026, if several projects will be transferred, what is the expected net profit margin percentage?



Mr. Sutinun Theparruk, the Chief Accounting and Finance Officer, responded that the company would like to inform about the gross profit, which follows the established investment policy of at least 35%. It is expected that the profit generated will not differ from previous projects, such as the "The Title Halo 1" project, which had a gross profit of no less than 40%.

Since no shareholders or proxies have any questions or comments, as this agenda item is for acknowledgment, the meeting facilitator concluded that the meeting acknowledged the company's performance for the year 2024.

## **Agenda 2. To consider and approve the Financial Statements for the fiscal year ended 31 December 2024**

The Chairman assigned the meeting facilitator to present the information for this agenda item. The facilitator proposed that the meeting consider and approve the Company's consolidated financial statements for the year ended December 31, 2024, which had been audited and certified by Ms. Sineenart Jirachaikeunkhan, the auditor from EY Office Limited. The financial statements had also been reviewed by the Audit Committee and the Board of Directors. The details are provided in Attachment 1, which was sent to shareholders together with the Notice of Meeting. A summary of the key points is as follows:

Unit: Million Baht

| Transactions from the consolidated financial Statements | December 31,2024 | December 31,2023 | Change (%) Increase (Decrease) |
|---|------------------|------------------|--------------------------------|
| Total Assets  | 8,852.63         | 3,501.40         | 153%                           |
| Total Liabilities                                       | 7,715.17         | 2,664.08         | 190%                           |
| Shareholders' equity                                    | 1,137.55         | 837.32           | 36%                            |
| Total Revenues  | 1,287.30         | 460.07           | 180%                           |
| Profit (loss) before income tax                         | 121.47           | 28.61            | 325%                           |
| Net profit (loss)                                       | 91.23            | 22.21            | 311%                           |
| part belonging to the Company                           | 91.23            | 22.21            | 311%                           |
| Net profit (loss) per share (baht/share)                | 0.12             | 0.03             | 300%                           |

The Board of Directors, therefore, proposed that the shareholders' meeting consider and approve the Company's consolidated financial statements for the year ended December 31, 2024.

The meeting facilitator asked whether any shareholders or proxy holders had any questions or comments regarding this matter.

As there were no questions or comments from any shareholders or proxy holders, the meeting facilitator requested the meeting to proceed with the voting on this agenda item and informed the meeting that the resolution must be approved by a majority of the total votes of the shareholders who attended the meeting and cast their votes.

**Resolution of the Meeting** The meeting approved the annual financial statements of the Company ended on 31 December 2024. A resolution was passed by a majority of the shareholders who attended the Meeting and cast their votes with the following voting results:

|             |             |       |               |     |
|-------------|-------------|-------|---------------|-----|
| Approved    | 574,657,870 | Votes | Equivalent to | 100 |
| Disapproved | 0           | Votes | Equivalent to | 0   |
| Abstained   | 0           | Votes | Equivalent to | 0   |

**Agenda 3. To consider and approve the allocation of profits and approve the dividend payment for the Company's operating results for the accounting period ending on December 31, 2024.**

The Chairman assigned the meeting facilitator to present the details of this agenda item to the meeting, and the facilitator provided the meeting with the following information:

In accordance with Section 115 in conjunction with Section 116 of the Public Limited Companies Act and the Company's Articles of Association, the Company is required to pay dividends only from profits. Furthermore, the Company must allocate part of its annual net profit as a reserve fund at a rate of not less than five percent (5%) of the annual net profit, deducted by the accumulated losses brought forward (if any), until the reserve fund reaches not less than ten percent (10%) of the registered capital, unless the Company's Articles of Association or other applicable laws require a higher reserve.

The Company has established a dividend payment policy to distribute dividends to shareholders at a rate of not less than 40% of the net profit based on the consolidated financial statements, after deducting corporate income tax and all types of legal reserves. However, the actual dividend payment is subject to the Company's performance each year.

1. In this regard, the Company proposes to allocate a legal reserve in the amount of Baht 5,469,000, representing 5.99% of the net profit for the year, resulting in a total accumulated legal reserve of Baht 37,114,000, equivalent to 9.49% of the registered capital.

2. Based on the Company's operating results for the year 2024, the Company recorded a consolidated net profit of Baht 91,230,152. After due consideration, it is proposed to distribute dividends for the 2024 operating results at the rate of Baht 0.05 per share, totaling not more than Baht 39,102,780.85. The dividend shall be paid in cash, representing 42.86% of the consolidated net profit, which is in line with the Company's dividend payment policy.

| Comparison of Dividend Payments in the Previous Year |                         |                        |
|--|-------------------------|------------------------|
| Details of Dividend Payment                          | 2025<br>(Year Proposed) | 2024                   |
| 1. Net Profit (Million Baht)                         | 91.23                   | 22.21                  |
| 2. Net Profit (Baht/Share)                           | 0.12                    | 0.03                   |
| 3. Dividend Paid per Share (Baht/Share)              | 0.05                    | No Dividend<br>Payment |
| 3.1 Interim Dividend                                 | -                       | -                      |
| 3.2 Remaining Dividend                               | -                       | -                      |
| Total Dividend Paid per Share (Baht/ Share)          | 0.05                    | -                      |
| 4. Dividend Payout Ratio (%)                         | 42.86                   | -                      |

The Board of Directors deems it appropriate to propose for the Annual General Meeting of Shareholders to consider and approve the appropriation of Baht 5,469,000 as a legal reserve, representing 5.99% of the net profit for the year, and the dividend payment for the 2024 operating results from the consolidated net profit at the rate of Baht 0.05 per share, totaling 782,055,617 shares, amounting to Baht 39,102,780.85. The Record Date for determining the shareholders entitled to receive the dividend shall be set on May 2, 2025, and the dividend payment date shall be on May 22, 2025.

The meeting facilitator inquired whether any shareholder or proxy holder would like to ask questions or express any opinions on this matter.

As no shareholders or proxy holders raised any questions or expressed opinions, the meeting facilitator requested the meeting to proceed with the voting on this agenda item and informed the meeting that this agenda item requires approval by a majority of the total votes cast by the shareholders present and voting.

**Resolution of the Meeting** The meeting approved the allocation of profits and approve the dividend payment for the Company's operating results for the accounting period ending on December 31, 2024. A resolution was passed by a majority of the shareholders who attended the Meeting and cast their votes with the following voting result:

|             |             |       |               |     |
|-------------|-------------|-------|---------------|-----|
| Approved    | 574,657,870 | Votes | Equivalent to | 100 |
| Disapproved | 0           | Votes | Equivalent to | 0   |
| Abstained   | 0           | Votes | Equivalent to | 0   |

**Agenda 4. To consider and approve the reduction of the company's registered capital by 24,063,249.50 Baht, from the original registered capital of 415,091,058.00 Baht to 391,027,808.50 Baht, and to approve the amendment of Article 4 of the company's Memorandum of Association to align with the reduction in registered capital.**

The Chairman delegated the task to the meeting facilitator to present the details of this agenda item to the meeting. The meeting facilitator then provided the following details to the meeting:

The Board of Directors proposed a reduction in the company's registered capital by 24,063,249.50 THB, from the original registered capital of 415,091,058.00 THB, divided into 830,182,116 common shares with a par value of 0.50 THB per share, to a new registered capital of 391,027,808.50 THB, divided into 782,055,617 shares, each with a par value of 0.50 THB. The reduction will be done by canceling the unallocated shares remaining from the capital increase via the General Mandate, which were previously offered to existing shareholders in proportion to their holdings (Rights Offering), as approved by the Extraordinary General Meeting of Shareholders No. 1/2566 on December 25, 2023. Additionally, the amendment to the company's Memorandum of Association, Article 4, is proposed to align with the capital reduction. The person designated by the Board of Directors will be authorized to file the amendment to the Ministry of Commerce's Department of Business Development and make any necessary adjustments as required by the registrar.

|            |                           |                |        |  |
|------------|---------------------------|----------------|--------|--|
| "Clause 4. | Registered capital amount | 391,027,808.50 | Baht   | (Three hundred ninety one million twenty seven thousand eight hundred eight baht fifty satang) |
|            | divided into              | 782,055,617    | shares | (Seven hundred eighty-two million fifty-five thousand six hundred and seventeen shares)        |
|            | par value                 | 0.50           | Baht   | (fifty satang)   |
|            | Separated into:           |                |        |  |
|            | common stock              | 782,055,617    | shares | (Seven hundred eighty-two million fifty-five thousand six hundred and seventeen shares)        |
|            | preferred shares          | -              | shares | (-)"   |
| "Clause 4. | Registered capital amount | 391,027,808.50 | Baht   | (Three hundred ninety one million twenty seven thousand eight hundred eight baht fifty satang) |

The Board of Directors has resolved to propose to the Annual General Meeting of Shareholders for the year 2025 to consider and approve the reduction of the company's registered capital by 24,063,249.50 Baht, from the original registered capital of 415,091,058.00 Baht, which is divided into 830,182,116 ordinary shares with a par value of 0.50 Baht per share. The new registered capital will be 391,027,808.50 Baht, divided into 782,055,617 shares with a par value of 0.50 Baht per share. This reduction will be achieved by canceling the unallocated shares from the General Mandate capital increase, which were offered to existing shareholders in proportion to their shareholding (Rights Offering), as approved by the Extraordinary General Meeting of Shareholders No. 1/2023, held on December 25, 2023. The meeting will also approve amendments to Article 4 of the Company's Memorandum of Association to align with the proposed capital reduction.

The meeting facilitator inquired if any shareholders or proxies had any questions or comments regarding this matter.

Since no shareholders or proxies had any questions or comments, the meeting facilitator requested the meeting to proceed with voting on this agenda item. The facilitator also informed the meeting that this agenda item must be approved by a vote of no less than three-fourths (3/4) of the total votes of the shareholders present and entitled to vote.

**Resolution of the Meeting** The meeting approved the reduction of the company's registered capital by 24,063,249.50 Baht, from the original registered capital of 415,091,058.00 Baht to 391,027,808.50 Baht, and to approve the amendment of Article 4 of the company's Memorandum of Association to align with the reduction in registered capital. A resolution was passed by not less than three-fourths (3/4) of the total of number of votes of the shareholders who attended the Meeting with the following voting results:

|             |             |       |               |     |
|-------------|-------------|-------|---------------|-----|
| Approved    | 574,657,689 | Votes | Equivalent to | 100 |
| Disapproved | 181         | Votes | Equivalent to | 0   |
| Abstained   | 0           | Votes | Equivalent to | 0   |

**Agenda 5. To consider and approve the increase in registered capital under a general mandate, not exceeding 78,205,561 shares, with a par value of 0.50 Baht per share, totaling no more than 39,102,780.50 Baht (or equivalent to 10% of the company's paid-up capital), to be offered for sale to a limited group of individuals (Private Placement).**

The Chairman assigned the facilitator to present the details of this agenda item to the meeting. The facilitator then informed the meeting with the following details:

A General Mandate capital increase refers to the process of increasing the company's registered capital by obtaining prior approval from the shareholders' meeting. It grants the Board of Directors the authority to determine the objectives for issuing and allocating additional shares, such as setting the price, date, and time of the offering, or establishing the terms and conditions for each offering as deemed appropriate.

The company proposes that the Annual General Meeting of Shareholders approve a General Mandate capital increase of up to 78,205,561 shares with a par value of 0.50 Baht per share (equivalent to 10% of the company's paid-up capital as of the Board of Directors' meeting No. 1/2025 held on February 19, 2025). These shares will be offered through a Private Placement to selected individuals. The offering must comply with regulations to ensure the shares are not sold at a price below the prescribed minimum (according to the Securities and Exchange Commission's regulations on approval and the permission to offer shares to the public or to selected individuals). When setting the offering price for the new shares to the selected individuals, it must be done in a manner that is in the best interest of the company and all shareholders, and the price must not be below any of the following specified prices:

(A) The weighted average price of the shares on the Stock Exchange of Thailand for at least 7 consecutive trading days but not more than 15 consecutive trading days prior to the set offering price date. A discount of up to 10% of the aforementioned price may also be applied.

(B) The price determined through a process that allows investors to express their interest in purchasing the company's newly issued shares at the price level they desire (Book Building), which is conducted by a securities company, in accordance with the guidelines set out in the Securities and Exchange Commission's Notification No. Tor Jor. 72/2015, regarding the approval for listed companies to offer newly issued shares to selected individuals (including any amendments).

The company grants the Board of Directors the authority to:

1) The company may consider offering the additional newly issued ordinary shares either in a single offering or in multiple offerings. However, the increase in paid-up capital from the private placement (to selected individuals) will not exceed 10% of the company's paid-up capital or 78,205,561 shares, as of the date the Board of Directors approves the capital increase. The offering must not involve selling shares at a price below the specified minimum (according to the Securities and Exchange Commission's regulations concerning the approval for offering shares to the public or to selected individuals). When setting the offering price for the new shares to be sold to selected individuals, it

must be done in a way that is in the best interest of the company and its shareholders. The price must not be below any of the following: The weighted average price of shares on the Stock Exchange of Thailand over a period of at least 7 consecutive trading days but not more than 15 consecutive trading days before the price-setting date. A discount of up to 10% from this price may be applied, or The price determined through the Book Building process, which allows investors to express their interest in purchasing the new shares at their desired price level. This process will be conducted by a securities company, in accordance with the guidelines set out in the Securities and Exchange Commission's Notification No. Tor Jor. 72/2015 regarding the approval for listed companies to offer newly issued shares to selected individuals (including any amendments).

2) The company will determine the objectives, date, and time of the share offering, the offering price, and all relevant details and conditions related to the allocation of the newly issued ordinary shares. This allocation must not involve offering shares to individuals who are considered related parties under the Securities and Exchange Commission's Notification No. Tor Jor. 21/2008 on the rules for related party transactions, as well as the Stock Exchange of Thailand's regulations regarding the disclosure of information and the conduct of listed companies in related party transactions, B.E. 2546, as they pertain to the offering of shares to selected individuals (Private Placement).

3) The company will engage in negotiations, reach agreements, sign relevant contract documents, and take any other necessary and appropriate actions related to the issuance and offering of the newly issued ordinary shares. Furthermore, the Board of Directors will authorize the Chief Executive Officer or any person designated by the Board to carry out the actions mentioned above. The allocation of the newly issued shares must be completed by the date of the company's next Annual General Meeting of Shareholders, or by the deadline specified by law for holding the next Annual General Meeting of Shareholders, whichever occurs first.

The details are provided in the capital increase report (F53-4), which is included in the accompanying documents (Item 2).

The Board of Directors has resolved to propose to the Annual General Meeting of Shareholders for the year 2025 to consider and approve a General Mandate capital increase of up to 78,205,561 shares with a par value of 0.50 Baht per share (equivalent to 10% of the company's paid-up capital as of the Board of Directors' meeting No. 1/2025, held on February 19, 2025), to be offered to selected individuals through a Private Placement.

The meeting facilitator inquired if any shareholders or proxies had any questions or comments regarding this matter.

Since no shareholders or proxies had any questions or comments, the meeting facilitator requested the meeting to proceed with voting on this agenda item. The facilitator also informed the meeting that this agenda item must be approved by a vote of no less than three-fourths (3/4) of the total votes of the shareholders present and entitled to vote.

During this agenda item, one additional shareholder joined the meeting, holding 100,000 shares. The total number of shareholders attending the meeting in person and by proxy is 72, representing a total of 574,757,870 shares, which accounts for 73.4932% of the company's issued and paid-up shares.

**Resolution of the Meeting** The meeting approved the increase in registered capital under a general mandate, not exceeding 78,205,561 shares, with a par value of 0.50 Baht per share, totaling no more than 39,102,780.50 Baht (or equivalent to 10% of the company's paid-up capital), to be offered for sale to a limited group of individuals (Private Placement). A resolution was passed by not less than three-fourths (3/4) of the total of number of votes of the shareholders who attended the Meeting with the following voting results:

|             |             |       |               |     |
|-------------|-------------|-------|---------------|-----|
| Approved    | 574,757,689 | Votes | Equivalent to | 100 |
| Disapproved | 181         | Votes | Equivalent to | 0   |
| Abstained   | 0           | Votes | Equivalent to | 0   |

**Agenda 6. To consider the increase in the company's registered capital by 39,102,780.50 Baht, from the original registered capital of 391,027,808.50 Baht to 430,130,589.00 Baht, to accommodate the issuance of additional common shares under the general mandate, and to amend Article 4 of the company's Memorandum of Association to align with the increase in registered capital.**

The Chairman assigned the meeting facilitator to present the details of this agenda item to the meeting. The facilitator then informed the meeting with the following details:

The Board of Directors has proposed an increase in the company's registered capital by an additional amount of 39,102,780.50 Baht, from the existing registered capital of 391,027,808.50 Baht, divided into 782,055,611 ordinary shares with a par value of 0.50 Baht per share, to a new registered capital of 430,130,589.00 Baht, divided into 860,261,178 ordinary shares with a par value of 0.50 Baht per share. This increase will be achieved through the issuance of 78,205,561 new ordinary shares, with a par value of 0.50 Baht each, to accommodate the issuance of additional ordinary shares under a General Mandate for offering to selected individuals (Private Placement) totaling 78,205,561 shares. Details are provided in the capital increase report (Form F53-4), as shown in Enclosure 2. Additionally, the amendment of Clause 4 of the company's Memorandum of Association will be proposed to align with the increase in



registered capital, and the person authorized by the Board of Directors will be empowered to register the amendment with the Department of Business Development, Ministry of Commerce, including making any revisions or additions to the wording as instructed by the registrar, as follows:

|                               |             |        |                                  |
|-------------------------------|-------------|--------|----------------------------------|
| “Clause 4. Registered capital | 430,130,589 | Baht   | (Four hundred thirty million one |
| amount                        |             |        | hundred thirty thousand five     |
|                               |             |        | hundred eighty nine baht)        |
| divided into                  | 860,261,178 | shares | (Eight hundred sixty million two |
|                               |             |        | hundred sixty one thousand one   |
|                               |             |        | hundred seventy eight shares)    |
| par value                     | 0.50        | Baht   | (fifty satang)                   |
| Separated into:               |             |        |                                  |
| common stock                  | 860,261,178 | shares | (Eight hundred sixty million two |
|                               |             |        | hundred sixty one thousand one   |
|                               |             |        | hundred seventy eight shares)    |
| preferred shares              | -           | shares | (-)”                             |

The Board of Directors has resolved to propose to the Annual General Meeting of Shareholders for the year 2025 to consider and approve the increase of the company's registered capital by an additional amount of 39,102,780.50 Baht, from the existing registered capital of 391,027,808.50 Baht, divided into 782,055,611 ordinary shares with a par value of 0.50 Baht per share, to a new registered capital of 430,130,589.00 Baht, divided into 860,261,178 ordinary shares with a par value of 0.50 Baht per share. The capital increase will be achieved through the issuance of 78,205,561 new ordinary shares at a par value of 0.50 Baht each, to accommodate the General Mandate capital increase for offering to selected individuals (Private Placement) totaling 78,205,561 shares. Additionally, the amendment to Clause 4 of the company's Memorandum of Association will be proposed to align with the increase of the registered capital as mentioned above.

The meeting facilitator inquired if any shareholders or proxies had any questions or comments regarding this matter.

Since no shareholders or proxies had any questions or comments, the meeting facilitator requested the meeting to proceed with voting on this agenda item and informed the meeting that this agenda must be approved by a vote of no less than three-fourths (3/4) of the total votes of the shareholders present and entitled to vote.

**Resolution of the Meeting** The meeting approved the increase in the company's registered capital by 39,102,780.50 Baht, from the original registered capital of 391,027,808.50 Baht to 430,130,589.00 Baht, to accommodate the issuance of additional common shares under the general mandate, and to amend Article 4 of the company's Memorandum of Association to align with the increase in registered capital. A resolution was passed by not less than three-fourths (3/4) of the total of number of votes of the shareholders who attended the Meeting with the following voting results:

|             |             |       |               |     |
|-------------|-------------|-------|---------------|-----|
| Approved    | 574,757,689 | Votes | Equivalent to | 100 |
| Disapproved | 181         | Votes | Equivalent to | 0   |
| Abstained   | 0           | Votes | Equivalent to | 0   |

**Agenda 7. To consider and approve the allocation of additional common shares under the general mandate, by issuing no more than 78,205,561 shares, with a par value of 0.50 Baht per share (or equivalent to 10% of the company's paid-up capital), to be offered for sale to a limited group of individuals (Private Placement).**

The Chairman assigned the meeting facilitator to present the details of this agenda item to the meeting. The facilitator then informed the meeting of the following details:

The Board of Directors proposed the allocation of 78,205,561 newly issued ordinary shares with a par value of 0.50 Baht per share to accommodate the issuance and offering of additional ordinary shares under a General Mandate to selected individuals (Private Placement), totaling not more than 39,102,780.50 Baht (equivalent to 10% of the company's paid-up capital as of the Board of Directors' meeting No. 1/2025 held on February 19, 2025). The offering must not be considered an offering at a discounted price (in accordance with the relevant regulations of the Capital Market Supervisory Board regarding the approval and offering of shares to the public or to private placement investors). The offering price of the newly issued shares to the private placement investors must be determined in a manner that preserves the best interests of the company and all shareholders, and must not be lower than one of the following prices:

(A) The volume-weighted average price (VWAP) of the company's shares traded on the Stock Exchange of Thailand over a consecutive period of not less than 7 business days but not more than 15 consecutive business days prior to the determination date of the offering price, whereby a discount of no more than 10% of such price may be applied; or

(B) The price determined through a book-building process, whereby investors are invited to express their intention to purchase the newly issued shares of the company at their desired price

levels, as surveyed by a securities company in accordance with the criteria specified in the Notification of the Capital Market Supervisory Board No. Tor Jor. 72/2558 regarding the approval of the offering of newly issued shares by listed companies to private placement investors (including any amendments thereto).

The Board of Directors deemed it appropriate to propose that the 2025 Annual General Meeting of Shareholders consider and approve the allocation of 78,205,561 newly issued ordinary shares with a par value of 0.50 Baht per share to accommodate the issuance and offering of additional ordinary shares under a General Mandate to selected individuals (Private Placement), totaling not more than 39,102,780.50 Baht (equivalent to 10% of the company's paid-up capital as of the Board of Directors' Meeting No. 1/2025 held on February 19, 2025), as proposed.

The meeting facilitator inquired whether any shareholders or proxy holders had any questions or comments regarding this matter.

As there were no questions or comments from any shareholders or proxy holders, the meeting facilitator requested the meeting to consider and vote on this agenda item, and informed the meeting that the resolution must be approved by no less than three-fourths (3/4) of the total votes of the shareholders present and eligible to vote.

**Resolution of the Meeting** The meeting approved the allocation of additional common shares under the general mandate, by issuing no more than 78,205,561 shares, with a par value of 0.50 Baht per share (or equivalent to 10% of the company's paid-up capital), to be offered for sale to a limited group of individuals (Private Placement). A resolution was passed by not less than three-fourths (3/4) of the total of number of votes of the shareholders who attended the Meeting with the following voting results:

|             |             |       |               |     |
|-------------|-------------|-------|---------------|-----|
| Approved    | 574,757,689 | Votes | Equivalent to | 100 |
| Disapproved | 181         | Votes | Equivalent to | 0   |
| Abstained   | 0           | Votes | Equivalent to | 0   |

**Agenda 8. To consider and approve the election of directors to replace those whose terms have expired.**

Before commencing this agenda item and in order to comply with good corporate governance practices, the Company invited the three directors Mr.Sunpasiri Sunpa-a-sa,

Mr.Chakaphat Naskan, and Mr.Nuthapon Luckkanalawan to temporarily leave the meeting. The mentioned directors then temporarily exited the meeting accordingly.

The Chairman assigned the meeting facilitator to present the details of this agenda item to the meeting. The facilitator then informed the meeting of the following details:

To comply with the Public Limited Companies Act B.E. 2535 (1992), Section 71, and the Company's Articles of Association, Clauses 16 and 33, it is stipulated that at every Annual General Meeting of Shareholders (AGM), one-third (1/3) of the directors must retire from office. If the number of directors cannot be exactly divided into three parts, the number closest to one-third shall retire. For the first and second years after the registration as a public limited company, the directors to retire shall be determined by drawing lots. In subsequent years, the directors who have been in office the longest shall retire. The retiring directors are eligible for re-election.

The Nomination and Remuneration Committee is responsible for selecting individuals who possess the necessary knowledge, capabilities, and experience that would be of maximum benefit to the Company, and who meet all the qualifications required to serve as directors of the Company in accordance with the Public Limited Companies Act B.E. 2535 (1992) (including any amendments thereto), the Securities and Exchange Act B.E. 2535 (1992) (including any amendments thereto), announcements of the Securities and Exchange Commission, and related notifications of the Capital Market Supervisory Board. The committee shall propose qualified candidates to the Board of Directors for approval in replacing directors whose terms have expired, and subsequently submit the nominations to the shareholders' meeting for further approval.

At the 2025 Annual General Meeting of Shareholders, a total of three directors are due to retire by rotation, as follows:

- |                              |  |
|------------------------------|--|
| 1. Mr.Sunpasiri Sunpa-a-sa   | Independent Director / Audit Committee / Chairman of the Risk Management Committee         |
| 2. Mr.Chakaphat Naskan       | Independent Director / Audit Committee / Chairman of Nomination and Remuneration Committee |
| 3. Mr.Nuthapon Luckkanalawan | Director/ Risk Management Committee  |

The Company provided shareholders with the opportunity to nominate individuals for election as directors in advance of the 2025 Annual General Meeting of Shareholders, during the period from October 1, 2024, to December 31, 2024, via the Company's website. However, no shareholders submitted any nominations for consideration.

The Nomination and Remuneration Committee has reviewed the suitability and the best interests of the Company and considers that the directors who are due to retire by rotation at this meeting possess the necessary qualifications and do not have any prohibited characteristics as

specified by the relevant laws. They are individuals with the knowledge, capabilities, experience, and expertise that are beneficial to the Company's operations. Furthermore, the Committee has considered and determined that the individuals nominated as independent directors meet the qualifications prescribed by applicable laws and requirements concerning independent directorship. Therefore, the Committee recommends that the three directors retiring by rotation be re-elected for another term. Details regarding their profiles, educational backgrounds, work experience, shareholdings in the Company, and directorships in other companies have been provided to shareholders along with the notice of this meeting.

The Board of Directors and the Nomination and Remuneration Committee have carefully and thoroughly considered the matter and deem it appropriate to propose to the Annual General Meeting of Shareholders to approve the reappointment of the three directors retiring by rotation for another term.

The meeting facilitator inquired whether any shareholders or proxy holders had any questions or comments regarding this matter.

As no shareholders or proxy holders raised any questions or comments, the meeting facilitator requested the meeting to proceed with voting on this agenda item. It was further announced to the meeting that approval of this agenda requires a majority vote of the shareholders present at the meeting and entitled to vote.

**Resolution of the Meeting** The meeting considered and resolved to reappoint Mr.Sunpasiri Sunpa-a-sa Mr.Chakaphat Naskan, and Mr. Mr.Nuthapon Luckkanalawan for another term, with the majority of the total votes of the shareholders who attended the meeting and cast their votes. The voting results were as follows:

### 1. Mr.Sunpasiri Sunpa-a-sa

|             |             |       |               |     |
|-------------|-------------|-------|---------------|-----|
| Approved    | 574,757,689 | Votes | Equivalent to | 100 |
| Disapproved | 181         | Votes | Equivalent to | 0   |
| Abstained   | 0           | Votes | Equivalent to | 0   |

### 2. Mr.Chakaphat Naskan

|             |             |       |               |     |
|-------------|-------------|-------|---------------|-----|
| Approved    | 574,757,689 | Votes | Equivalent to | 100 |
| Disapproved | 181         | Votes | Equivalent to | 0   |
| Abstained   | 0           | Votes | Equivalent to | 0   |

### 3. Mr.Nuthapon Luckkanalawan

|             |             |       |               |     |
|-------------|-------------|-------|---------------|-----|
| Approved    | 574,757,689 | Votes | Equivalent to | 100 |
| Disapproved | 181         | Votes | Equivalent to | 0   |
| Abstained   | 0           | Votes | Equivalent to | 0   |

## Agenda 9. To consider and approve the directors' remuneration for the year 2025.

The Chairman assigned the meeting facilitator to present the details of this agenda item to the meeting. The meeting facilitator then informed the meeting as follows:

In compliance with Section 90 of the Public Limited Companies Act B.E. 2535 (1992) and Article 17 of the Company's Articles of Association, it is stipulated that directors are entitled to receive remuneration from the Company in the form of rewards, meeting allowances, gratuities, bonuses, or other benefits as approved by the shareholders' meeting. Such approval must be passed by no less than two-thirds of the total votes of the shareholders present at the meeting. The remuneration may be determined as a fixed amount or established according to certain criteria, and it may either apply on a case-by-case basis or continue in effect until amended by a resolution of a future shareholders' meeting. Additionally, directors are entitled to receive per diem allowances and other benefits in accordance with the Company's regulations. This provision does not affect the rights of any Company employees or staff members who are elected as directors to continue receiving remuneration and benefits in their capacity as employees or staff of the Company.

The Nomination and Remuneration Committee has thoroughly and carefully considered the remuneration for the Board of Directors and the sub-committees, taking into account the appropriateness relative to the type and size of the Company's business, ensuring alignment with industry standards. The Committee also considered the Company's business expansion, profit growth, as well as the duties and responsibilities of the directors. The Committee is of the opinion

that it is appropriate to propose for the shareholders' meeting to approve the directors' remuneration for the year 2025, covering the Board of Directors, the Audit Committee, the Risk Management Committee, and the Nomination and Remuneration Committee. The proposed remuneration includes directors' fees, meeting allowances, annual bonuses, and non-monetary benefits, with a total budget not exceeding Baht 2.5 million per year, as detailed below.

### 1. Monetary Compensation :

Unit : Baht

| Remuneration for the Board and Sub-Committee  | 2025 (proposed year) |                   |  | 2024                 |                   |  |
|---|----------------------|-------------------|--|----------------------|-------------------|--|
|   | Monthly compensation | Meeting allowance | Annual bonus   | Monthly compensation | Meeting allowance | Annual bonus   |
| <b>1. Board of Directors</b>  |                      |                   |  |                      |                   |  |
| • Chairman of the Board   | 20,000               | 20,000            | Based on the company's performance, within the total annual limit. | 15,000               | 20,000            | Based on the company's performance, within the total annual limit. |
| • Non-executive Director  | 17,000               | 15,000            |  | 12,000               | 15,000            |  |
| • Executive Director  | -                    | -                 | -  | -                    | -                 | -  |
| <b>2. Audit Committee</b>   |                      |                   |  |                      |                   |  |
| • Chairman of the Audit Committee   | -                    | 15,000            | -  | -                    | 15,000            | -  |
| • Audit Committee Member  | -                    | 10,000            | -  | -                    | 10,000            | -  |
| <b>3. Other sub-committees</b><br>(Risk Management Committee / Nomination and Remuneration Committee / Corporate Governance and Sustainability Committee) |                      |                   |  |                      |                   |  |
| • Chairman of the Subcommittee  | -                    | 15,000            | -  | -                    | 15,000            | -  |
| • Non-executive Subcommittee Member   | -                    | 10,000            | -  | -                    | 10,000            | -  |
| • Executive Subcommittee Member   | -                    | -                 | -  | -                    | -                 | -  |

## 2. Non-monetary compensation or other benefits:

| Board of Directors       | 2025 (proposed year)          | 2024 |
|--------------------------|-------------------------------|------|
| • Chairman of the Board  | Group Health Insurance Plan 3 | -    |
| • Non-executive Director |                               | -    |
| • Executive Director     | -                             | -    |

The Board of Directors, therefore, deems it appropriate to propose that the Annual General Meeting of Shareholders consider and approve the determination of directors' remuneration for the year 2025.

The meeting facilitator inquired whether any shareholders or proxy holders had any questions or comments regarding this matter.

As no shareholders or proxy holders raised any questions or comments, the meeting facilitator requested the meeting to proceed with voting on this agenda item. It was further announced that the approval of this agenda requires an affirmative vote of not less than two-thirds (2/3) of the total votes of the shareholders present at the meeting and entitled to vote.

**Resolution of the Meeting** The meeting approved the determination of directors' remuneration for the year 2025. A resolution was passed by not less than two-thirds (2/3) of the total of number of votes of the shareholders who attended the Meeting with the following voting results:

|             |             |       |               |     |
|-------------|-------------|-------|---------------|-----|
| Approved    | 574,757,689 | Votes | Equivalent to | 100 |
| Disapproved | 0           | Votes | Equivalent to | 0   |
| Abstained   | 181         | Votes | Equivalent to | 0   |

### Agenda 10. To consider the appointment of the auditor and determine the audit fee for the year 2025.

The Chairman assigned the meeting facilitator to present the details of this agenda item. The meeting facilitator then informed the meeting as follows:

To comply with Section 120 of the Public Limited Companies Act B.E. 2535 (1992) (as amended) and Article 33 of the Company's Articles of Association, the Annual General Meeting of Shareholders is required to consider and approve the appointment of the Company's auditor and the determination of the annual audit fee. The reappointment of the existing auditor is permitted. In addition, under the Notification of the Capital Market Supervisory Board, listed companies are required to rotate their auditors if the same auditor has reviewed, audited, and expressed opinions on the Company's financial statements for a total of seven fiscal years, whether consecutively or not. The Company may reappoint such auditor only after a lapse of at least five consecutive fiscal years.



The Audit Committee has considered and selected the auditors for the year 2025, taking into account their independence, experience, and competency. The Audit Committee therefore proposed that the Board of Directors consider and recommend to the shareholders' meeting the appointment of the auditors from EY Office Limited as the Company's auditors for the year 2025, marking the second consecutive year of their appointment. The three proposed auditors are as follows:

| Name of Auditor                  | Certified Public Accountant License No. | Number of years the auditor has signed to certify the company's financial statements. |
|----------------------------------|---|---|
| Ms. Sineenart Jirachaikhuan Khan | 6287                                    | 1 (2567)  |
| Mrs. Poonnard Paocharoen         | 5238                                    | -   |
| Mrs. Wilai Sunthornwanee         | 7356                                    | -   |

In the event that the appointed auditors are unable to perform their duties, EY Office Limited shall designate another certified public accountant from its firm to audit and express an opinion on the Company's financial statements in place of the originally appointed auditor. In addition, the meeting is requested to approve the authorization of the Board of Directors to determine the audit fees for the subsidiaries, associated companies, and joint ventures that may be established in 2025.

The proposed audit fee for the year 2025 is Baht 1,950,000, which is higher than the audit fee for the year 2024, previously set at Baht 1,700,000. The proposed audit fee is considered to be in line with the fees charged by other companies in the same industry.

The Board of Directors therefore deems it appropriate to propose that the Annual General Meeting of Shareholders consider and approve the appointment of auditors from EY Office Limited as the Company's auditors for the year 2025, with the audit fee set at Baht 1,950,000.

The meeting facilitator inquired whether any shareholders or proxy holders had any questions or comments regarding this matter.

As no shareholders or proxy holders raised any questions or comments, the meeting facilitator requested the meeting to proceed with voting on this agenda item. It was further announced that the approval of this agenda requires a majority vote of the total votes of the shareholders present at the meeting and entitled to vote.

**Resolution of the Meeting** The meeting considered and resolved to approve the appointment of the auditor and the determination of the auditor's remuneration for the year 2025 as proposed,

with the majority of the total votes of the shareholders who attended the meeting and cast their votes. The voting results were as follows:

|             |             |       |               |     |
|-------------|-------------|-------|---------------|-----|
| Approved    | 574,757,870 | Votes | Equivalent to | 100 |
| Disapproved | 0           | Votes | Equivalent to | 0   |
| Abstained   | 0           | Votes | Equivalent to | 0   |

**Agenda 11. To consider other matters (if any).**

The Chairman assigned the meeting facilitator to present the details of this agenda item. The meeting facilitator informed the meeting that there were no additional matters to be presented for consideration, other than those already discussed. The facilitator then inquired whether any shareholders or proxy holders had any questions or comments on this agenda item.

As no further matters were proposed for discussion or additional questions raised, the Chairman expressed gratitude to all involved parties and shareholders and declared the meeting closed at 3:47 PM.

Yours faithfully,

Rhom Bho Property Public Company Limited

*-Ronnachit Mahattanapreut-*

(Mr. Ronnachit Mahattanapreut)

Chairman of the Board of Directors