

## Minutes of 2021 Annual Genral Meeting of Shareholders

### Electronic meeting (E-AGM)

#### T.A.C. Consumer Public Company Limited

The Meeting was held on April 22, 2021 at 10:00 a.m., at Rifaee, 3<sup>rd</sup> Floor, Al Meroz Hotel, Bangkok.

Admiral Apichart Pengsrithong, Chairman of Board of Directors acted as Chairman of the Meeting according to the Articles of Association of the Company.

Ms.Panjaporn Roeksomboon, Company Secretary informed the meeting that As the “COVID-19” has begun a new wave of outbreak in Bangkok, has spread widely throughout many areas in Bangkok and other provinces and has tendency to increase continuously, the Company is deeply concerned the health and safety of all shareholders including staffs who are involved in organizing the meeting. The Company is ready to strictly comply with the measures of the government authorities in order to prevent and reduce the chancefor spreading of the said COVID-19.

Consequently, the Executive Committee (who has been assigned by the Board of Directors’ Meeting to have the authorization within the extent permitted by applicable laws to amend and/or determine the date, time, venue, platform and meeting arrangement method, as well as the agenda of the 2021 Annual General Meeting of Shareholders of the Company as deems appropriate) has considered to change the platform and meeting arrangement method of the 2021 Annual General Meeting of Shareholders to that of electronic meeting (E-AGM).

The Company has closing date of the share register for collection of names on March 8, 2021, the total number of shareholders who had the right to attend the Meeting was 9,395 persons. Today, there were 16 shareholders who had the right to attend the Meeting in person and 153 shareholders who attended the Meeting by proxies, thus totaling 169 attendants, holding altogether 297,130,407 shares, representing 48.8701% of the total issued shares of the Company, which one-third of the total shares sold, and thereby, constituting a quorum as required by the Articles of Association of the Company. Company Secretary, then, invited the Chairman to commence the meeting.

The Chairman declared the Meeting commenced and welcome the shareholders who attended the Meeting and Company Secretary introduced the following Board of Directors, Audit Committee, Nomination and Compensation Committee, Risk Management Committee, Executive Committee, Auditor and Legal advisor as follow:

#### Directors attending the Meeting (100% of total Directors)

- |                                  |  |
|----------------------------------|--|
| 1. Admiral Apichart Pengsrithong | Chairman of the Board of Directors and Independent Director  |
| 2. Assoc.Prof.Kitti Siripullop   | Chairman of the Audit Committee and Independent Director   |
| 3. Mrs.Paktra Suriyapee          | Audit Committee, Independent Director and<br>Chairman of the Nomination and Compensation Committee |

- |                                     |   |
|-------------------------------------|---|
| 4. Mr.Komsak Wattanasiroj           | Audit Committee, Independent Director Nomination and Compensation Committee and Chairman of the Risk Management Committee |
| 5. Mr.Chanit Suwanparin             | Director, Nomination and Compensation Committee and Risk Management Committee   |
| 6.Mr.Chatchawe Vatanasuk            | Director, Risk Management Committee and Chairman of Executive Committee   |
| 7. Mrs.Chirapan Khotcharit Choosang | Director, Risk Management Committee and Executive Committee   |

**Executive Committee attending the Meeting (100% of total Executive Committee)**

- |                                     |  |
|-------------------------------------|--|
| 1 .Mr.Chatchawe Vatanasuk           | Chairman of Executive Committee                                  |
| 2. Mrs.Chiraphan Khotcharit Chosang | Executive Committee  |
| 3. Mr.Suphot Leenanurak             | Executive Committee  |
| 4. Mrs.Suveeraya Ansvananda         | Executive Committee  |
| 5. Ms.Hatsaya Charuwitayanan        | Executive Committee  |
| 6. Ms.Preawnapa Nimma               | Executive Committee  |
| 7. Ms.Parichat Chotipumiwet         | Executive Committee and Senior Management Accounting and Finance |

**Company Secretary**

Ms.Panjaporn Roeksomboon

**Auditor attending the Meeting**

Ms. Satida Ratananurak of EY office Limited.

**Legal Advisor attending the Meeting**

Mr.Nititorn Thirachai of Pow & Associate Low office.

Before proceeding to considering each agenda of the Meeting, the Company Secretary requested the legal Advisor to explain to the Meeting about the vote casting and counting procedures and the role of meeting inspector.

Company secretary informed the meeting of the vote casting and counting procedures as follow:

1. According to 41 of company article of association. In every meeting of shareholders, a shareholder has one vote per one share Voting card will be used for the purpose of counting votes for all agenda items.
2. Vote counting for each agenda at this Annual General Meeting of Shareholders shall be divided into 2 categories, as follows:-
  - This resolution must be passed by a majority of votes of the shareholders and proxy holders who attend the meeting and vote such as agenda 1, 3, 4, 5, 6 and 8 the Company will counted base

number of votes for calculation by counting only the votes of the shareholders is against and abstain. Then be deducted from the total number of votes.

- This resolution must be passed by a majority of votes of the shareholders and proxy holders who attend the meeting and vote such as agenda 7 the Company will counted base number of votes for calculation by counting only the votes of the shareholders is attend the meeting for vote approve, against and abstain

3. In case no shareholders or proxies raise their hands in disapproval or abstention, it shall be deemed that the meeting unanimously resolves to approve the agenda as proposed by the Chairman.

4. In vote counting procedure, the Company will count the votes of the shareholders and proxies who participate in the E-AGM and deducted by the votes of disapprove, abstain or void and the remaining will be the approved votes.

5. In case any proxies cast their votes by marking the ballots in contrast to the votes specified in the proxy forms, the Company shall count the votes as specified in the proxy forms and already recorded in advance.

6. For agenda To consider approving the appropriation of net profits for the year 2020 operating results and the dividend payment, To approving and election the directors to replace those retiring by rotation, To consider and approve the increase in the number of directors and election of a new director and To consider approving the remuneration of directors. The Company has not take the vote of directors holding shares of the company to be included in the calculation for scoring base. Which the directors who has stakeholder will not vote in this agenda too.

7. Company Secretary will collect vote and report to the meeting before the next agenda begins.

#### The vote casting procedures

1. The Company assigned OJ International Company Limited, an independent organization, to manage and monitor the electronic meeting platform system whose it was certified by the Electronic Transaction Data Agency (ETDA). In this regard, the Company invited the shareholders's representatives to observe and witness the vote counting. Ms. Nittaya Armincen, a shareholder, representatives to observe and witness the vote counting

2. In this 2021 Annual General Meeting of Shareholders conducted through electronic means, the attendees can watch the broadcast live throughout the Meeting including the scores result of each agenda. The Company has released the Video demonstrating how to use the system online for the shareholders to know about vote counting procedure and how to send the inquiry at the beginning of this Meeting. If any shareholder has a technical frustration problem of how to use the system, please feel free to contact at the telephone number 097-087-2591, 097-237-0094 or email at [OJ@ojconsultinggroup.com](mailto:OJ@ojconsultinggroup.com) at any time throughout the Meeting.

3. In this meeting is an electronic meeting. Therefore, no ballot papers were printed to the meeting attendees.

4. In ballot, Ask the shareholders to go to the E-Voting window to vote for each agenda within the specified time (about 2 minutes). After selecting the vote, the system will pop-up again asking whether confirm the vote or not press ok to confirm the vote.

5. In the event that shareholders wish to change their voting. You can do this by clicking on the new score again. If the agenda has been closed for voting Shareholders will not be able to vote or change the vote

6. When you have finished voting, Please return to the E-meeting window (zoom program) to continue viewing the video and audio of the meeting.

The Company Secretary further informed to the Meeting that the Agenda shall be conducted in accord sequence with the Meeting's invitation previously distributed to all shareholders. In the event that any shareholder would like to raise a question regarding the Agenda, the shareholder is requested to click on the icon "type inquiry" and then "to submit" at the beginning of the Meeting and the Company will consider to answer in the related agenda.

The Chairman then requested the Meeting to consider the matters in accordance with the following agenda:

**Agenda 1 To consider and adopt 2020 Minutes of the Annual General Meeting of Shareholders held on September 18, 2020.**

The Chairman proposed to the Meeting to consider and adopt the 2020 Minutes of the Annual General Meeting of Shareholders held on September 18, 2020, a copy of which had been sent to the shareholders together with the notice of this Meeting as set out in Enclosure 1 of the notice.

**Resolution:** The Meeting considered the proposed Minutes in details and resolved to adopt the 2020 Minutes of the Annual General Meeting of Shareholders held on September 20, 2020 as proposed. The resolution was passed by a majority vote of the shareholders and proxy holders who attend the meeting and cast their votes as follows:

For:	297,130,407	Votes or	100.0000%
Against:	0	Votes or	0.0000%
Abstain:	0	Votes or	-
Void Ballots	0	Votes	

**Agenda 2 To acknowledge the annual report Company's performance for the year 2020.**

The Chairman informed the Meeting that the annual report Company's performance, the Board of Directors' report on the Company's performance and The factors affecting the Company both positively and negatively significantly and 2021 Strategic Direction had been sent to all shareholders together with the notice of this Meeting.

Mrs.Chirapan Khotcharit Choosang Deputy Managing Director to summarize the Company's performance results for the year 2020.

In 2020, The Company has propotion of Sales Revenue can be separated into 2 main categories as follow:

1. Sales Revenue of B2B Group in 95% of Sales Revenue include:

1) Cold Beverage Dispenser, there are about over 12,000 stores core flavor such as Espresso, Latte and Milk Tea. The optional core such as Chocolate Hershey's Beverage, Seasonal Drink such as Milky Berry, Passion Fruit and Matcha Lattee.

2) Instant powder drink in fresh coffee corner "All Café", there are about 8,300 stores core flavor such as Matcha Green Tea, Milk Tea, Lemon Tea and Taiwan Milk Tea. The optional core such as smoothie's fruite yogurt etc. Seasonal Drink such as Fruit Tea, Honey Black Tea, Orange Passion Fruit and Hojicha.

3) Hot Beverage Dispenser, there are about 540 stores mostly installed at 7-Eleven in PTT gas station.

2. Sales Revenue of B2C Group in 5% of Sales Revenue include:

1) Character Business, The Company a licensing agent such as San-X group, Maa ja (Dog Please) group and Art Story group.

2) Instant powder drink by "Na-Arun"

3) Ready to drink Green Tea by "Zenya"

4) Stationary Business

5) Brand Respresentative of global brands such as Chocolate Hershey's Beverage and Davinci Syrup

Moreover, The Company expanded the product of B2C to Café Business such as Café MuanChon, Jungle Café, Arabitia Café, CP Fresh Martm, Black Canyon and Punthai Coffee. The stores distributed throughout the country and abroad. Which helps to increase the distribution channels of the Company.

### 2020 Operating Results

In 2020, the Sales Revenue was 1,314 million baht, decreased by 13.52% from previous year when the sales was 1,520 million baht. Resulted from COVID-19, that has effected the economy slow down until the end of the year. These have affected sales decline. However the company have growth revenue from (A) increase in number of outlets of All Café (a fresh coffee corner within the 7-Eleven store) where the non – coffee products, series of new seasonal flavors were sold and increment size of products and, (B) increase in Co-develop new products B2B.

Ner profit was 188.38 million baht (14.31% of sale) increased by 18.34% from the previous year whe the Net profit was 159.18 million baht ( 10.42% of sale) . The increase in net profit was driven by the increase of gross margin in portion sale of products mix, and developed costing and operation efficiency.

Gross profit margin 33.87% increaded from the previous year 30.17%. Due to manage the cost expenses more efficiency by controlling and developing cost of products. The gross margin increase was due to increasing in portion sale of products mix from the Company have developed cost of products.

Total Asset were 1,011 million baht decreased from the previous year being reported at 1,029 million baht mostly due to Current investments, Trade and other receivables. Total Liabilities were 289 million baht decreased from the previous year being reported 330 million baht mostly due to Trade payables, other payables from liabilities that

have not yet been due and Long-term financial lease liabilities. Shareholders equity were 722 million baht increased from the previous year being reported 699 million baht mostly due to the profit and dividend payment for the year.

The overall Financial Ratio is still within the criteria. The details as follows:

Financial Ratio	2020
<b>Liquidity Ratio</b>	
Current Ratio (X)	3.46
Quick Ratio (X)	3.31
Average Collection Period (Day)	73
Average Payment Period (Day)	65
Average Sale Period (Day)	16
<b>Profitability Ratio</b>	
Gross Profit Margin (%)	33.87%
Net Profit Margin (%)	14.31%
EBITDA (%)	19.52%
Return on Equity (%)	26.23%
Return on Assets (%)	18.27%
<b>Financial Policy Ratio</b>	
Debt to Equity Ration (X)	0.40

The Company has dividend payment for the year for interim dividend payment first half of the year at the rate of Baht 0.13 per shares.

The key highlight of 2021 Strategic Direction and the Company aims to grow between 10 % by creating value of existing portfolio and continue creating new product in high growth & potential markets and new trend customers.

**B2B Group**

- The Cold Beverage Dispenser and The fresh coffee corner All Café.
- The fresh coffee corner All Café. The major is upsizing strategy 22 oz. Which is revenue sales receive fully year.
- Occasion Messaging, To simulate Sales revenue at 7-Eleven store.
- The distribution channel via Delivery Platform at 7-Eleven store.
- The expansion of the beverages to Lotus’s as a hypermarket at Food court Arabitia Café
- The expansion of the beverages to 7-Eleven store at International market sucha as Cambodia and Laos

**B2C Group**

- Character Business such as San-X from Japan, Dog Please from Thailand and has grand opening the new character is Jay the Rabbit and more new character.
- Domestic Business has a more new parter such as Ikea.

## M&A, JV Business

- The Company has joint venture with Thai Canatech Innovation Co., Ltd. (TCI) and Rajamangala University of Technology Phra Nakhon. To expansion Cannabis Business which a step into the Health & Wellness market.

## 2020-2021 TACC's Award & Reputation

- 1) TACC was award Superior taste award from International taste Institute from Brussels since 2020-2021 continuously.
- 2) TACC, Ban Bueng Plant Branch entered into international standard with food safety management system certification for the food and beverage manufacturing industry to have quality, hygiene and safety for consumers on 25 December 2020. The company is certified with Food Safety System Certification (FSSC 22000) under the recognized from Global Food Safety Initiative (GSFI) which is recognized by major retailers in Europe.

## The Anti-corruption

The Company realizes the importance of Anti-corruption policy. This aims to let all the management and employee be aware of the impact of corruption, to cultivate rightful values attitudes of employees to work with honesty while avoiding seeking benefits from one's position or providing such benefits to others for both directly and indirectly. This also prohibits employees from seeking personal or family interests using Company's position while aiming to increase the confidentiality of all stakeholders. Moreover, the meeting has agreed to disclose such Anti-corruption policy towards employees to comply. However, the Company sent employee to seminar Anti-corruption basic course for to know rule and procedure of Anti-corruption in organization. At present, the Company has consideration to join Thailand's Private Sector Collective Action Coalition Against Corruption: CAC.

The Chairman opened session for shareholders to ask questions as follows:

Khun Korakod Kullaniti shareholder asked:

How many investmet of 30% of Joint venture of Thai Canatech Innovation Co., Ltd.? Can the Company do business from upstream to downstream?

Khun Chatchawe Vatanasuk, The Chairman of the Executive Committee explained:

The initial investment of joint venture was 30 Million Baht. TCI has focus on research and development of Cannabis Business and The Company can get involved in business from upstream to downstream.

Khun Prapin Nuchpeam Proxy from Thai Investor Assosiation asked:

Does the Company plan to tak innovation to be used in any business?

Khun Chatchawe Vatanasuk, The Chairman of the Executive Committee explained:

The investment with TCI has devided into 2 parts: 1) The direct investment to develop cannabis product such as THC or CBD which they are can grown and sold in cannabis ingredient 2) To take cannabis ingredient to develop

of product such as Beverage, Medicine and food supplement etc. The Company think that the opportunity to take raw material for develop to Consumer Product. At present, the Company has studying the development of raw materials to best meet the needs of consumers.

Khun Chirapan Khotcharit Choosang, Duputy Managint Director explained:

The overall innovation of the company's business has been used a lot. Because the Company has focus on Reseach and Development and partnership with Food Innopolis. To find new innovation and increase the potential for the invention, analysis or use of raw materials and have studied in other fields from process to production. There are new innovations to achieve the highest efficiency in both cost and operation in order to provide consumers with the best products.

The Chairman proposed the Meeting to acknowledge the annual report Company's performance for the year 2020.

### **Agenda 3 To consider approving the Financial Statements for the year ended December 31, 2020.**

The Chaireman proposed the Meeting to consider approving the Financial Statements for the year ended December 31, 2020 which was reviewed by the Audit Committee and audited by the auditor. The Auditor had expressed the opinion that the financial statements contain information that is accurate in accordance with the generally accepted accounting principles. All documents were sent to the shareholders together with the notice of this meeting.

Assoc.Prof.Kitti Siripullop Chairman of Audit Committee opinion about act of Audit Committee, The Audit committee, the auditors and internal audit had reviewed the Company's quarterly and yearly financial statements as well as the financial statements of the Company. By considering from important aspect and consultation is free to ensure that the internal control process of the Company financial budget is accurate and reliable, as well as to ensure that the disclosure of important information is sufficient and timeliness for the financial statement users. Which is also in accordance with the laws and related notice as well as in accordance with the regulations of the Stock Exchange of Thailand and Securities and Exchange Commission and in comply with Financial Reporting Standards.

On behalf of The Audit Committee deemed that during the accounting period ended on 31<sup>st</sup> December 2020, the Company had put in place the transparent, adequate and appropriate Internal Control Systems covering risky management and the Company had established procedures that helped build confidence in Company's operation in accordance with the related laws by having good corporate governance along with the compilation and disclosure of adequate and reliable Company's financial report information.

The Chairman opened session for shareholders to ask questions as follows:

Khun Pinchai Viboonsirikul shareholder asked:

How does the COVID-19 situation affect to the Business plan of the Company? Does the Company has the opportunity to increase its profit by reducing expenses?

Khun Chirapan Khotcharit Choosang, Duputy Managint Director explained:

The Company was impacted the COVID-19 situation and the new outbreak was continuously affected. Which the efficiency management has been in 2 parts: 1) Cost, with appropriate cost management and products must be of good quality and 2) Operation, with managed for maximum efficiency. To increase the profitability of the Company.

**Resolution:** This resolution must be passed by a majority of votes of the shareholders and proxy holders who attend the meeting and vote.

For:	297,180,507	Votes or	100.0000%
Against:	0	Votes or	0.0000%
Abstain:	0	Votes	-
Void Ballots	0	Votes	

**Agenda 4 To consider approving the appropriation of net profits for the year 2020 operating results and the dividend payment.**

Under Section 116 of the Public Limited Company Act, B.E. 2535 (1992) (as amended) (the "PLCA") and article 38 of the Company's Articles of Association, the Company is required to set aside as a legal reserve at least 5% of its net profit after accumulated deficit brought forward (if any) until the reserve is not less than 10% of the registered capital of the Company. The reserve is non-distributable and the Company has a policy to pay dividend at least 30% of its net profit after deduction of corporate income tax and legal reserve.

The Board of Directors considered the matter and was of the opinion that the Meeting should approve the payment of dividend for the past performance ended year 2020 from the Company's operating profit as follows:

1. The Company did not appropriate its net profit as legal reserve because the Company's legal reserve has reached the amount required by laws.
2. Dividend Payment for the Company's 2020 Operating Results as cash dividend in the amount of 0.17 Baht per share totaling dividend 103.36 Million Baht.
3. The date of determining the right of shareholders Record Date to receive dividend payments will be on April 29, 2021. The dividend payment date is set to be on May 13, 2021.

The dividend payment for the year 2020 Adhere to dividend payment policy.

The comparison of the amounts of dividend payment for previous years and this year is provided below:

List	2018	2019	2020
Net Profit (Million Baht)	71.30	159.18	188.38
Number of ordinary shares (Million Shares)	608	608	608
Total Cash Dividend payment for the year (Million Baht)	79.04	145.92	182.40
Total Cash Dividend payment for the year (Baht per share)	0.13	0.24	0.30
1H2020 Net Profit (Million Baht)	37.17	73.14	90.41

List	2018	2019	2020
Interim Dividend Payment (Baht per share)	0.04	0.10	0.13
Total Interim Dividend Payment (Million Baht)	24.32	60.80	79.04
Cash Dividend payment per ordinary share (Baht per share)	0.09	0.14	0.17
Dividend payment for the year (Million Baht)	54.72	85.12	103.36
Dividend payout ratio (%)	110.86%	91.67%	96.38%

The Chairman opened session for shareholders to ask questions but there was no shareholder asking any questions.

**Resolution:** This resolution must be passed by a majority of votes of the shareholders and proxy holders who attend the meeting and vote.

For:	297,180,507	Votes or	100.0000%
Against:	0	Votes or	0.0000%
Abstain:	0	Votes	-
Void Ballots	0	Votes	

**Agenda 5 To approving and election the directors to replace those retiring by rotation.**

The Chairman informed According to article 18 of the Company's Articles of Association, one-third of the Company's directors (or the number nearest to one-third Directors to be retired from their office in the first and second year after the registration of the Company, they shall be retired by drawing. After that, the Directors who have stayed in the office longest shall be retired. For this year, there are 3 directors to retire from their office, namely:

1. ADM Apichart Pengsritong Chairman of The Board of Directors and Independent Director
2. Mr.Komsak Wattanasriroj Audit Committee, Nomination and Compensation Committee and Chairman of The Risk Management Committee
3. Mr.Chatchawe Vatanasuk Director, Risk Management Committee and Chairman of The Executive Committee

The Company had provided the shareholders with an opportunity to nominate individuals they consider appropriate to be selected as directors of the Company, including items for the 2021 AGM agenda. However, it appeared that on the expiration of the time specified, neither candidates for directorship nor the agenda have been proposed to the Company.

The Board of Directors considered the matter and was of the opinion that the Meeting should approve elect the directors to succeed the 3 directors should be re-elected for another term. As it is the knowledge, aptitude, specialization and experience to assist the Board of Directors in determining the direction setting of the business. The Board of Director nominate individuals they consider appropriate to be selected as Independent directors of the Company will opinion are indently and according to concerning guideline.

The Chairman requested the Meeting to consider and elect directors to succeed the directors completing their term for the year 2021 as per details explained above.

The Company has not take the vote of directors holding shares of the Company to be included in the calculation for scoring base. Which the directors who has stakeholder will not vote in this agenda too.

The Chairman opened session for shareholders to ask questions but there was no shareholder asking any questions.

**Resolution:** The Meeting considered and resolved to re-elect 1) ADM Apichart Pengsritong 2) Mr.Komsak Wattanasriroj and 3) Mr.Chatchawe Vatanasuk. The resolutions were passed for each individual director by a majority vote of the shareholders and proxy holders who attended the meeting and cast their votes, the details of which are as follows:

1) ADM Apichart Pengsritong Chairman of The Board of Directors and Independent Director

For:	297,180,507	Votes or	100.0000%
Against:	0	Votes or	0.0000%
Abstain:	0	Votes	-
Void Ballots	0	Votes	

2) Mr.Komsak Wattanasriroj Audit Committee, Nomination and Compensation Committee and Chairman of The Risk Management Committee

For:	297,180,507	Votes or	100.0000%
Against:	0	Votes or	0.0000%
Abstain:	0	Votes	-
Void Ballots	0	Votes	

3) Mr. Mrs.Chirapan Khotcharit Choosang Director, Risk Management Committee and Chairman of The Executive Committee

For:	146,463,208	Votes or	100.0000%
Against:	0	Votes or	0.0000%
Abstain:	0	Votes	-
Void Ballots	0	Votes	

**Agenda 6 To consider and approve the increase in the number of directors and election of a new director**

In order to conduct the Company's business more efficiency, the Company is required to increase the number of directors from 7 directors to 9 directors and the election of a new director, that is Ms.Trithip Sivakrskul and Mr.Suphot Leenanurak. The Nomination and Compensation Committee has reviewed and opined that he is knowledgeable, capable, fully qualified, and does not possess prohibited characteristic under Public Limited Company Act B.E. 2535 (as amended), Securities and Exchange Act B.E. 2535 (as amended), and relevant

regulations of Securities and Exchange Commission. Ms.Trithip Sivakrskul and Mr.Suphot Leenanurak has well-experienced which will benefits to the Company in its operations. Therefore, the Board of Directors deemed it appropriate to propose to the shareholders' meeting to approve the increase in the number of directors and election of 2 new directors.

The Company has not take the vote of directors holding shares of the company to be included in the calculation for scoring base. Which the directors who has stakeholder will not vote in this agenda too.

The Chairman opened session for shareholders to ask questions but there was no shareholder asking any questions.

**Resolution:** The Meeting considered and approve the increase in the number of directors and election of a new director 1) Ms.Trithip Sivakrskul and 2) Suphot Leenanurak and The resolutions were passed for each individual director by a majority vote of the shareholders and proxy holders who attended the meeting and cast their votes, the details of which are as follows:

1) Ms.Trithip Sivakrskul		Directors and Independent Director	
For:	297,180,507	Votes or	100.0000%
Against:	0	Votes or	0.0000%
Abstain:	0	Votes	-
Void Ballots	0	Votes	
2) Mr.Suphot Leenanurak		Director	
For:	296,782,921	Votes or	100.0000%
Against:	0	Votes or	0.0000%
Abstain:	0	Votes	-
Void Ballots	0	Votes	

**Agenda 7 To consider approving the remuneration of directors**

The Chairman informed the Board of Directors had assigned the Nomination and Compensation Committee to assess criteria and suitability of remunerations of directors, based on role and responsibilities, type of business, comparison with remunerations by listed companies of similar natures and comparison similar industry is similar duties and responsibilities, directors remuneration of the Company was the right criteria. The Nomination and Compensation has review directors remuneration at least once a year before making recommendation to the Board of Directors who would subsequently propose it to meeting of shareholders.

Types of Remuneration

1. Director Fee, paid to Non-Executive Directors based on their attendances at each meeting.
2. Bonus, paid based on the Company's operating. Due to this year the Company nominated candidates to election of 2 new directors. The Board of Directors considered and deemed appropriate to increase the bonus of the Board of Directors as appropriate

The Board of Directors considered approving the remuneration of directors is remained unchanged as follows:

Unit : Baht

Description	2019	2020	2021
<b>1. Meeting Fee (per time)</b>			
<b><u>Board of Directors</u></b>			
Chairman	38,000	38,000	38,000
Directors	31,000	31,000	31,000
<b><u>Audit Committee</u></b>			
Chairman of the Audit Committee	31,000	31,000	31,000
Audit Committee	25,000	25,000	25,000
<b><u>Nomination and Compensation Committee</u></b>			
Chairman of the Nomination and Compensation Committee	19,000	19,000	19,000
Nomination and Compensation Committee	12,000	12,000	12,000
<b><u>Risk Management Committee</u></b>			
Chairman of the Risk Manament Committee	10,000	10,000	10,000
Risk Management Committee	10,000	10,000	10,000
<b>2. The Annual Incentive (Total)</b>	<b>2,000,000</b>	<b>2,000,000</b>	<b>2,000,000</b>

Note: 1) The remunerations will be paid only for the attendants.

2) Directors who receive monthly salary as the employee of the Company and/or Subsidiaries will not be receive remuneration as the Board of Director.

3) The Annual Incentive to Board of Directors which is less than 2.5 million baht, the Board of Directors will allocate appropriately.

In addition to the director remuneration of the above, Independent Directors and Non-Executive Directors also receive remuneration in other benefits such as expenses for training courses of IOD and other. This is in accordance with the Company's regulations.

The Company has not take the vote of directors holding shares of the company to be included in the calculation for scoring base. Which the directors who has stakeholder will not vote in this agenda too.

The Chairman opened session for shareholders to ask questions but there was no shareholder asking any questions.

**Resolution:** The Chairman Requested the Meeting to consider approving the remuneration of directors as per details explain above. Shareholders who have held the position as the position as the Company's directors did not register for this agenda to avoid having conflicts of interest in this case as follows:

For:	288,246,935	Votes or	100.0000%
Against:	0	Votes or	0.0000%
Abstain:	0	Votes or	0.0000%
Void Ballots	0	Votes	

**Agenda 8 To consider approving the appointment and the fixing of remuneration of auditor.**

The Chairman informed Under section 120 of the PLCA set Annual General Meeting of Shareholder appoint the auditors for the year and fix the audit fee yearly to comply with the law of public company.

The Board of Directors considered the matter and was of the opinion that the Meeting should approve that;

- 1) Ms.Satida Ratananurak Certified Public Accountant (Thailand) No. 4753 and/or
- 2) Mr.Wichart Lokatetekrawee Certified Public Accountant (Thailand)No. 4451 and/or
- 3) Ms.Siriwan Suratepin Certified Public Accountant (Thailand)No.4604

Of EY Office Limited to be the Auditor of the Company and fix the audit fee of 1,560,000 Baht. The amount does not include other expense. The auditors of the Company are the same persons for the year 2020. There are no relationships or conflicts of interest among the Independent Auditor, the Company, the Executive, the major shareholders, or other related persons of these parties.

The comparison of the fix the auditing fee year 2020 and 2021

Unit : Baht

List	2019	2020	%Change
Annual audit of financial Statement	1,080,000	1,080,000	-
Review report and interim Financial Statements (Total 3 Quarters)	480,000	480,000	-
<b>Total</b>	<b>1,560,000</b>	<b>1,560,000</b>	

Note: The amount does not include other expense such as travel fee, document fee, fax fee etc.

The Chairman opened session for shareholders to ask questions but there was no shareholder asking any questions.

**Resolution:** The Chairman requested the Meeting to consider approving the appointment and the fixing of remuneration of auditor as proposed. This resolution must be passed by a majority of votes of the shareholders and proxy holders who attend the meeting and vote as follows:

For:	293,177,507	Votes or	100.0000%
Against:	0	Votes or	0.0000%
Abstain:	4,003,000	Votes or	0.0000%
Void Ballots	0	Votes	

**Agenda 8 Other**

There was no additional agenda proposed,

The Chairman opened session for shareholders to ask questions but there was no shareholder asking any questions.

There being no further matter proposed and question raised by shareholders, On behalf of Board of Director, Executive Committee would like to thank you to all shareholders and proxies for taking the time to attend the meeting today. As the "COVID-19" has begun a new wave of outbreak in Bangkok. The Company has change the platform and meeting arrangement to electronic meeting (E-AGM). Thank you for your attention and any suggestions given to the company. This means that you are interesting and have been following up the company operations closely. The Company hereby confirms that we will strive to perform its duties with the full capacity andl operate our business with transparency, Effective and check it by adhering to the interests of shareholders.

Meeting closed at 11.20 hrs.

Signed  .....Chairman  
 (Admiral Apichart Pengsritthong)

Signed  .....  
 (Ms.Panjaporn Roeksomboon)  
 Company Secretary