

Minutes of the 2025 Annual General Meeting of Shareholders
Betagro Public Company Limited
held on Tuesday, April 22, 2025
by electronic means

The meeting was convened at 13.30 hrs.

Mr. Rapee Sucharitakul, Chairman of the Board of Directors, acted as the Chairman of the meeting (“**Chairman**”). The Chairman welcomed the shareholders and attendees of the 2025 Annual General Meeting of Shareholders conducted via electronic means (e-AGM) and assigned Mr. Vorapoj Hongpinyo, Company Secretary (“**Company Secretary**”), to act as the meeting moderator.

The Company Secretary informed the meeting that the 2025 Annual General Meeting of Shareholders held via electronic means according to the Emergency Decree on Electronic Meetings B.E. 2563 by using the IR Plus AGM System of Online Asset Company Limited.

There were 19 shareholders holding 43,383,879 shares attending the meeting in person and by proxy 284 shareholders holding 1,436,476,501 shares. A total of 303 shareholders holding aggregate 1,479,860,380 shares or 76.4865% of the total paid-up shares which were more than 25 shareholders and more than one-third of the total paid-up shares. The quorum was formed as stipulated in the Public Company Act section 103 and the Company’s Articles of Association section 39.

In this regards, in order to promote the good corporate governance and to treat all shareholders equally, before this annual general meeting, the Company has provided the opportunities for shareholders to propose the meeting agendas and to nominate a person to be considered as a director of the Company during November 1 - December 31, 2024. However, no shareholders proposed the meeting agendas and no shareholders nominated any candidates for election as director of the Company.

Before the meeting started in accordance with the good corporate governance, the Company Secretary explained the rules and voting procedures as follows:

1. Every shareholder has votes equal to the number of shares he/she holds by counting one share per one vote.
2. The Company will propose the meeting to vote on each agenda item. Shareholders or proxy holders disagree or abstain, can press the button “Disagree” or “Abstain” in the allotted time. If the shareholders do not vote within the time limited, it would be considered that there is a resolution of approval as proposed. However, if the voting time of that agenda still exists, the shareholders can return to amend the voting within the time specified by the system.
3. In the case of shareholders appointing a proxy to attend the meeting on their behalf. A proxy is entitled to consider and vote on behalf of the shareholders who grant proxy in all

respects as they see fit. The voting method will be the same as the shareholders who attend the meeting in person.

4. In the event that the shareholder has appointed an independent director of a proxy to cast vote in the proxy form in advance, the Company will record the vote of shareholders on each agenda according to the wish of shareholder to appoint the proxy marked in the proxy form.
5. When the voting system has closed for each agenda, the shareholders will not be able to go back and edit the voting results.
6. For each agenda, the Company Secretary would inform the voting results for those agenda then will be moved to the next agenda item.
7. For agenda item 1 and 2 were for acknowledgement, thus no vote for those agendas.
8. For the resolution of the meeting, a majority vote of shareholders who attend the meeting and cast their votes, except agenda item 6 (To consider and approve the remuneration of directors for the year 2025), the resolution of the meeting shall be required by not less than two-third of the total number of votes of shareholders who attending the meeting.
9. For agenda item 5, voting for the election of directors will be done individually. The Company will open to vote for the election of directors one by one to be counted the vote.
10. The Company has invited Legal Advisor to monitor and oversee the shareholder's meeting in order to ensure transparency and compliance with the law and the Company's Articles of Association.
11. For shareholders or proxy who wish to make inquiries, there are 2 ways to do so:
 - 1) Press the "VDO Call" button to request the right to ask questions via VDO Call and wait for a response.
 - 2) Press the "Question Mark" button to ask questions via message.Your questions will be queued and when it is time to ask questions, the Company will invite you to ask questions in the order of the questions sent in by calling your name and asking you to turn on the microphone or both the microphone and the camera to ask questions by yourself.
12. If shareholders or proxies wish to ask questions or express their opinions, please ask questions related to that agenda. If questions are not related to that agenda, shareholders or proxies may ask questions in agenda item 8 to consider other matters.
13. The Company reserves the right to take any appropriate action to keep the meeting concise and efficient.
14. In case any shareholders attended the meeting after the meeting has been convened, the shareholders shall have the right to vote in every agenda which may changes the voting results in each agenda.

15. The Company will record the meeting in as form of video during the whole meeting period in order to disseminate to other shareholders who do not attend the meeting and to be used as reference for preparation of the minutes of the meeting.

Name list of directors present in the livestreaming room

- | | | |
|-----|---------------------------------|---|
| 1. | Mr. Rapee Sucharitakul | Independent Director and Chairman of the Board of Directors / Chairman of the meeting |
| 2. | Dr. Taweesak Koanantakool | Independent Director/ Chairman of the Corporate Governance and Sustainable Development Committee/ Member of the Audit Committee |
| 3. | Mr. Winid Silamongkol | Independent Director/ Chairman of the Audit Committee/ Member of the Corporate Governance and Sustainable Development Committee |
| 4. | Mrs. Tongurai Limpiti | Independent Director/ Chairman of the Risk Management Committee/ Member of the Audit Committee/ Member of the Nomination and Remuneration Committee |
| 5. | Mr. Tanawong Areeratchakul | Independent Director/ Chairman of the Nomination and Remuneration Committee/ Member of the Risk Management Committee |
| 6. | Mr. Vanus Taepaisitphongse | Director/ Member of the Risk Management Committee/Member of the Corporate Governance and Sustainable Development Committee |
| 7. | Dr. Thanomvong Taepaisitphongse | Director/Member of the Nomination and Remuneration Committee |
| 8. | Mrs. Siriwan Intarakumthornchai | Director/Member of the Risk Management Committee |
| 9. | Miss Piyaporn Taepaisitphongse | Director |
| 10. | Dr. Premratn Taephaisitphongse | Director |
| 11. | Mr. Vasit Taepaisitphongse | Director/ Member of the Corporate Governance and Sustainable Development Committee/
Chief Executive Officer and President |

(The proportion of the directors attending the Meeting was 100% of the total number of directors.)

Executives

- | | | |
|----|-------------------------|--|
| 1. | Miss Dulaya Phuangthong | Chief Financial Officer |
| 2. | Mr. Somsak Boonlarp | Chief Operating Officer: Livestock & Factory |

	Operation
3. Mr. Taweekiat Kukiattrat	Chief Operating Officer: Agro Business
4. Mr. Trirat Thongplod	Chief Operating Officer: Protein Business
5. Dr. Oliver Gottschall	Chief Operating Officer: Food Business
6. Mr. Worrawut Vanitkulbodee	Chief Operating Officer: International Business
7. Mr. Somcharn Suphapitiporn	Chief Operating Officer: Pet Business
8. Mr. Paitoon Jiranantararat	Chief Operational Development Officer
9. Mr. Chayadhorn Taepaisitphongse	Chief Strategy and Innovation Officer
10. Mr. Tependra Lohumi	Chief Technology Digital Officer
11. Miss Genevieve Siriwan Finet	Chief Human Resource Officer

Auditors form KPMG Phoomchai Audit Ltd.

Mr. Watchara Pattarapitak	CPA License No. 6669
Miss Pornthip Rimdusit	CPA License No. 5565

Legal Advisor and Inspector from Seri Manop & Doyle Company Limited

Miss Sathima Chintanaseri	Independent Legal Advisor
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Representative from Thai Investors Association

Miss Chanathip Wittayakul

The Chairman then assigned the meeting moderator to propose the meeting to consider various matters according to agenda items as follows:

Agenda Item 1 The matters to be informed by the chairman of the board of directors

-None-

The Chairman gave the shareholders an opportunity to ask questions or express additional opinion. It appeared that no shareholder asked or expressed any additional opinion.

The Company Secretary informed the meeting that this agenda item is for acknowledgement; therefore, voting is not required.

The Resolution: The meeting acknowledged the matters to be informed by the chairman of the board of directors.

Agenda Item 2 To acknowledge the operating results of the Company for the year 2024

The Chairman informed to the meeting that the Company summarized the operational results and significant changing during 2024, as stated in the Form 56-1 One Report for the year 2024 which distributed to all shareholders together with the invitation letter to attend this meeting in the

attachment 1 and prepared “Management Discussion and Analysis (MD&A)” in the Form 56-1 One Report as well.

The Chairman assigned Mr. Vasit Taepaisitphongse, Chief Executive Officer and President (“**Mr. Vasit**”), to act as the presenter in this agenda.

Mr. Vasit reported the operational results of the year 2024 to the meeting as follows:

Operating Performance for the year 2024



- In 2024, the Company was able to achieve its operating results as targeted despite facing many challenges from inflation and economic volatility, as well as smuggled pork in the country.
- The Company's business in 2024 continued to recover due to lower animal feed costs, as well as adjustments to product portfolios and distribution channels, focusing more on exports and Foodservice, which helped the Company's margins improve continuously.
- The Company places great importance on sustainability and ESG. The Company has been assessed as a sustainable stock in the SET ESG Rating for 2024 at the highest level of “AAA” for the first time from the Stock Exchange of Thailand and is one of 56 companies that received the highest rating.
- The Company has been certified as a member of the Thai Private Sector Collective Action Against Corruption (“CAC”) at 2-star level on June 30, 2024. The certification is valid for 3 years from the date of certification and the Company will continue to be committed to maintaining its CAC membership status.

- In addition, the Company has expanded its CAC network by inviting partners to join the declaration of intent, continuously promoting knowledge to partners, and instilling awareness of the importance of anti-corruption. The Company was therefore certified as a 3-star CAC Change Agent on April 1, 2025.
- The Company received a 5-star level or “excellent” corporate governance rating.
- The Company has set a rather conservative target for 2025, excluding the results of the M&A in Singapore.
 - Sales growth of 3-7%, with an increase in total volume, while prices are flat from the previous year.
 - % GP = 13.5-15.0%, up from the previous year.
 - % SG&A to Sales = 10-11%, but not expected to be higher than the previous year.
 - CAPEX = 4,800 million baht
 - The main strategies in 2025 are 3 strategies: International expansion, Product & Channel Mix Optimization, and Cost Transformation.

2024 Performance grew from improving margin and effective cost control

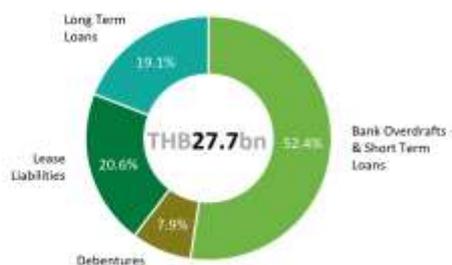


- Revenue from sales and services in 2024 was 114,232 million baht, growing in line with the target of 5.1%, mainly due to the Food & Protein business, which had sales increasing by 7.3%, mainly from the chicken and pork businesses.
- Gross profit margin in 2024 was 13.5%, increased from 10.0% in the previous year, mainly due to lower raw material costs and a shift to more profitable products and distribution channels.

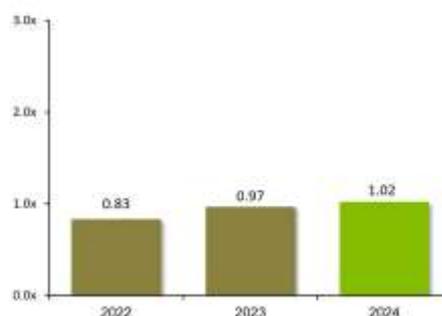
- The Company has improved expense control, resulting in a selling and administrative expense to sales ratio of 10.5% in 2024, down from 10.7% in the previous year.
- The Company had a profit in 2024 of 2,466 million baht, recovering from a loss of 1,398 million baht in 2023.

Strong financial position together with credit rating "A" with "stable" outlook

Interest-Bearing Debt



Interest-Bearing Debt to Equity Ratio (Times)



Cost of Debt

Year	2022	2023	2024
Cost of Debt	1.78%	2.72%	3.02%

Remark: Excluding lease liabilities

Credit Rating "A" with "Stable" outlook
by TRIS Rating

- The Company has a strong financial position. As of the end of 2024, the Company had interest-bearing debt of 27.7 billion baht, mainly loans from financial institutions, approximately 52%.
- Finance costs in 2024 were 3.02%, which is still not very high.
- At the end of 2024, the Company's interest-bearing debt to equity (IBD/E) ratio was 1.02. As a result, TRIS maintained the Company's credit rating at "A" or a likelihood of "Stable" credit rating. This reflected the confidence in the Company's strong fundamentals.

The Chairman gave the shareholders an opportunity to ask questions or express additional opinion. It appeared that no shareholder asked or expressed any additional opinion. The Chairman then proposed the meeting to acknowledge the operating results of the Company for the year 2024.

The Company Secretary informed to the meeting that this agenda item is for acknowledgement; therefore, voting is not required.

The Resolution: The meeting acknowledged the operating results of the Company for the year 2024 as presented.

Agenda Item 3 To consider and approve the audited financial statements of the Company for the fiscal year ended December 31, 2024

The Chairman assigned Miss Dulaya Phuangthong, Chief Financial Officer (“Miss Dulaya”), to act as the presenter in this agenda.

Miss Dulaya reported to the meeting that Audit Committee held a meeting with the management and the auditor to consider the financial statements for the fiscal year ended on December 31, 2024. The details are shown in Form 56-1 One Report for the year 2024, which was already delivered to the shareholders together with the invitation letter to the meeting, which have the opinion that such financial statements have been prepared in accordance with the financial reporting standards with sufficient information disclosure. The auditor has expressed unqualified opinion and has been certified.

The Board of Directors has approved the financial statements and deems to submit the financial statements for the fiscal year ended December 31, 2024 which have been audited and certified by the auditor of KPMG Phoomchai Audit Ltd. , and approved by the Audit Committee to the Shareholders’ Meeting for consideration and approval. These financial statements disclosed the Company’s financial position and performance during 2024 which can be summarized as follows:

The financial position and statement of income (partly) Unit: Million Baht

Description	2024		2023	
	Consolidated Financial Statements	Separate Financial Statements	Consolidated Financial Statements	Separate Financial Statements
Total Assets	68,114	54,988	62,501	51,295
Total Liabilities	40,826	26,396	37,189	24,142
Revenues from sales	114,232	63,948	108,441	66,449
Total Revenues	114,943	65,235	109,140	67,584
Net Profit for the year	2,500	2,005	(1,364)	1,678
Earnings per share (Baht/Share)	1.27	1.04	(0.72)	0.87

The Chairman gave the shareholders an opportunity to ask questions or express additional opinion. It appeared that no shareholder asked or expressed any additional opinion. The Chairman then proposed the meeting to vote on the agenda to consider and approve the audited financial statements of the Company for the fiscal year ended December 31, 2024.

The Company Secretary informed to the meeting that the resolution in this agenda must be approved by a majority vote of the shareholders who attend the meeting and exercised their vote.

The Resolution: The meeting resolved to approve the audited financial statements of the Company for the fiscal year ended December 31, 2024 with unanimous vote of shareholders who attend the meeting and casting their vote as follows:

Approve	1,463,045,400	shares equivalent to	100.0000%
Disapprove	0	shares equivalent to	0.0000%
Abstained	17,096,080	shares equivalent to	-
Voided ballot	0	shares equivalent to	-

Agenda Item 4 To consider and approve the allocation of net profit for legal reserve and dividend payment for the year 2024

The Chairman assigned Miss Dulaya to act as the presenter in this agenda.

Miss Dulaya reported to the meeting that according to Section 115 of the PLC Act and Article 52 of the Company's Articles of Association, the annual dividend payment shall be approved by the general meeting of shareholders. The Board of Directors may pay interim dividends to the shareholders from time to time when the Board of Directors finds that the Company has sufficient profits to do so and after the dividends have been paid, the Board of Directors shall report to the next general meeting of the shareholders. Furthermore, according to Section 116 of the PLC Act and Article 53 of the Company's Articles of Association, the Company must appropriate to a reserve fund, from the annual net profits, at least five (5) percent of the annual net profits, less the carried-forward accumulated losses (if any) until the reserve fund reaches an amount of not less than ten (10) percent of the registered capital.

The Company has the policy to pay put dividend to the shareholders at the rate of not less than 30 percent of net profit of separate financial statements after deduction of corporate income tax and various reserved as required by laws and the Company each year, together with considering the consolidated financial statements of the Company. Such dividend payment must not exceed the retained earnings that appear in the Company's separate financial statements. In case that the separate financial statements of the Company have accumulated losses, the Company will omit to pay the dividend.

The Board of Directors deems to propose the Shareholders' Meeting to consider and approve the allocation of the net profit for legal reserve of 104,000,000 baht and the dividend payment for the year 2024 at the rate of 0.5 baht per share, totaling of 967,400,000 baht from the net profit of separate financial statements of the year 2024 which is subject to corporate income tax at the rate of 20 percent which paid from net profit that has not received investment promotion rights (Non-BOI).

This dividend payment is in accordance with the Company's dividend policy. The record date for determining name of shareholders who are entitled to receive the dividend is on Wednesday, March 12, 2025 and the Company will make the payment of dividend on Tuesday, May 20, 2025. Please

note that the right to receive the dividend is uncertain until getting the approval of the 2025 Annual General Meeting of Shareholders.

On December 31, 2024, the Company recorded a net profit in the separate financial statements of 2,005 million baht, and the Company's dividends in the previous year is shown below.

Comparative information on dividend payments in year 2023 and 2024

Dividend Details	2024	2023
Net Profit of Separate Financial Statements (Million Baht)	2,004.6	1,678.1
Earnings per share (Million Baht)	1,900.6	1,594.1
Dividend per share (Baht per share)		
• Interim dividend payment	-	-
• Dividend payment for the year	0.50	0.25
Total dividend payment (Million Baht)	967.4	483.7
Dividend payout ratio (Percent)	50.90	28.82

The Chairman gave the shareholders an opportunity to ask questions or express additional opinion. It appeared that no shareholder asked or expressed any additional opinion. The Chairman then proposed the meeting to vote on the agenda to consider and approve the allocation of the net profit for legal reserve and dividend payment for the year 2024.

The Company Secretary informed to the meeting that the resolution in this agenda must be approved by a majority vote of the shareholders who attend the meeting and exercised their vote.

The Resolution: The meeting resolved approve the allocation of the net profit of separate financial statements of the year 2024 for legal reserve of 104,000,000 and approve the dividend payment for the year 2024 at the rate of 0.50 baht per share, totaling of 967,400,000 baht from the net profit of separate financial statements of the year 2024 which is subject to corporate income tax at the rate of 20 percent which paid from net profit that has not received investment promotion rights (Non-BOI). The record date for determining name of shareholders who are entitled to receive the dividend is on Wednesday, March 12, 2025 and the Company will make the payment of dividend on Tuesday, May 20, 2025 with majority vote of shareholders who attend the meeting and casting their vote as follows:

Approve	1,462,875,400	shares equivalent to 100.0000%
Disapprove	0	shares equivalent to 0.0000%
Abstained	17,296,080	shares equivalent to -
Voided ballot	0	shares equivalent to -

Agenda Item 5 To consider and approve the election of directors replacing those who retired by rotation

The Chairman reported to the meeting that according to Section 71 of the PLC Act and Article 20 of the Company's Articles of Association, at each annual general meeting of shareholders, one-third (1/3) of the total number of the directors at that time, or of the number is not a multiple of three, then the number nearest to one-third (1/3), must retire from office. A retiring director is eligible for re-election.

The Chairman assigned Mr. Tanawong Areeratchakul, Chairman of the Nomination and Remuneration Committee ("**Mr. Tanawong**"), to act as the presenter in this agenda.

Mr. Tanawong reported to the meeting that there are 4 directors who have to be retired by rotation in the 2025 Annual General Meeting of Shareholders are as follows:

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|------------------------------------|---|
| 1) Mr. Winid Silamongkol | Independent Director, Chairman of the Audit Committee, and Member of the Corporate Governance and Sustainable Development Committee |
| 2) Mr. Vanus Taepaisitphongse | Director, Member of the Risk Management Committee, and Member of the Corporate Governance and Sustainable Development Committee |
| 3) Dr. Thanomvong Taepaisitphongse | Director and Member of the Nomination and Remuneration Committee |
| 4) Mrs. Siriwan Intarakumthornchai | Director and Member of the Risk Management Committee |

During the period of November 1 – December 31, 2024, the Company provided an opportunity for shareholders to propose agenda and nominate of qualified persons to be elected as directors. However, no shareholders nominated any candidates for election as directors of the Company.

The Nomination and Remuneration Committee has considered the qualifications of all directors and found that they are qualified and meet the relevant criteria, and are suitable for the Company's business. Besides, Mr. Winid Silamongkol, an independent director, are considered by the Board of Directors that he is the person who can provide independent opinion according to the related regulations. Therefore, the Board of Directors to consider and propose to the Shareholders' Meeting to consider the election of 4 directors who retired by rotation, namely 1) Mr. Winid Silamongkol 2) Mr. Vanus Taepaisitphongse 3) Dr. Thanomvong Taepaisitphongse and 4) Mrs. Siriwan Intarakumthornchai to be re-elected to continue their term

Therefore, the directors who retired in this term did not attend and vote on this agenda in the Board of Directors meeting.

The biography of the directors distributed to all shareholders together with the invitation letter to attend this meeting in the attachment 2.

Mr. Tanawong invited the four directors who retired by rotation to leave the meeting room while the shareholders were casting their votes and invited them to return to the meeting room when the shareholders had finished casting their votes.

The Chairman gave the shareholders an opportunity to ask questions or express additional opinion. It appeared that no shareholder asked or expressed any additional opinion. The Chairman then proposed the meeting to vote on the agenda to consider and approve the election of directors replacing those who retired by rotation.

The Company Secretary informed to the meeting that the resolution in this agenda must be approved by a majority vote of the shareholders who attend the meeting and exercised their vote by individual electing vote.

The Resolution: The meeting approved the election of 1) Mr. Winid Silamongkol 2) Mr. Vanus Taepaisitphongse 3) Dr. Thanomvong Taepaisitphongse and 4) Mrs. Siriwan Intarakumthornchai to be directors for another term. The resolution for this agenda voted individually by the shareholders. The names of directors are as follows:

1. Mr. Winid Silamongkol			
Approve	1,463,017,061	shares equivalent to	99.9960%
Disapprove	58,339	shares equivalent to	0.0040%
Abstained	17,096,080	shares equivalent to	-
Voided ballot	0	shares equivalent to	-
2. Mr. Vanus Taepaisitphongse			
Approve	1,463,075,800	shares equivalent to	100.0000%
Disapprove	0	shares equivalent to	0.0000%
Abstained	17,096,180	shares equivalent to	-
Voided ballot	0	shares equivalent to	-
3. Dr. Thanomvong Taepaisitphongse			
Approve	1,462,356,900	shares equivalent to	99.9509%
Disapprove	718,900	shares equivalent to	0.0491%
Abstained	17,096,180	shares equivalent to	-
Voided ballot	0	shares equivalent to	-
4. Mrs. Siriwan Intarakumthornchai			
Approve	1,407,591,219	shares equivalent to	96.2078%
Disapprove	55,481,981	shares equivalent to	3.7922%
Abstained	17,098,780	shares equivalent to	-
Voided ballot	0	shares equivalent to	-

Agenda Item 6 To consider and approve the remuneration of directors for the year 2025

The Chairman assigned Mr. Tanawong to act as the presenter in this agenda.

Mr. Tanawong reported to the meeting that the Nomination and Remuneration Committee has considered the remuneration of the Board of Directors and the Sub-Committees for the year 2025, by comparing with other listed companies in the same industry and having similar size. It is therefore deemed appropriate to propose the Board of Directors to propose the Shareholders' Meeting to consider the determination of the remuneration of the Board of Directors and the Sub-Committees for the year 2025 onwards with the details as follows:

1. Monthly compensation and meeting allowance (same as 2024)
(Board member who are executive in sub-committees will receive monthly compensation but will not receive meeting allowance.)
2. Bonus (same as 2024)
0.5 percent of dividend payment, and authorize the Nomination and Remuneration Committee to consider the conditions and details of bonus payment
3. Other benefits: Directors' & Officers' Liability Insurance (D&O) in the amount of 50 million baht (same as 2024)

The Board of Directors deems to propose the Shareholders' Meeting to consider and approve the remuneration of directors for the year 2025 by paying in the form of monthly compensation, meeting allowances and bonus 0.5 percent of dividend payment in the amount of not exceeding 25 million baht, which is equivalent to the remuneration of directors for the year 2024

The Chairman gave the shareholders an opportunity to ask questions or express additional opinion. It appeared that no shareholder asked or expressed any additional opinion. The Chairman then proposed the meeting to vote on the agenda to consider and approve the remuneration of directors for the year 2025.

The Company Secretary informed to the meeting that the resolution in this agenda must be approved by not less than two-thirds of the shareholders who attend the meeting and exercise their vote.

The Resolution: The meeting resolved to approve the remuneration of directors for the year 2025 by paying in the form of monthly compensation, meeting allowances and bonus 0.5 percent of dividend payment in the amount of not exceeding 25 million baht, which is equivalent to the remuneration of directors for the year 2024, with not less than two-thirds of shareholders who attend the meeting and casting their vote as follows:

Approve	1,462,812,161	shares equivalent to 98.8272%
Disapprove	61,039	shares equivalent to 0.0041%
Abstained	17,298,780	shares equivalent to 1.1687%
Voided ballot	0	shares equivalent to -

Agenda Item 7 To consider and approve the appointment of the Company’s auditor and the auditor’s remuneration for the year 2025

The Chairman assigned Mr. Winid Silamongkol, Chairman of the Audit Committee (“**Mr. Winid**”) to act as the presenter in this agenda.

Mr. Winid reported to the meeting that The Audit Committee has considered the selection of auditors for the year 2025, by considering qualifications, skills, performance, independence, and the remuneration of the auditors. The Audit Committee’s opinion is the auditors from KPMG Phoomchai Audit Ltd. as they not only have performed the duties expertly but also has good reputation and performance standard, experiences and expertise in auditing, effective audit procedures and tools as well as good business understanding. When compared to the scope of services offered, workload and audit fee rate of other listed companies in the same level of business, such company apparently offered appropriate audit fees and the utmost benefits to the Company.

The Board of Directors agrees with the Audit Committee to select KPMG Phoomchai Audit Ltd. to be the audit firm of the Company and recommends the Shareholders’ Meeting to consider and approve the appointment of the auditors and audit fees as follows:

1. The appointment of the auditors from KPMG Phoomchai Audit Ltd. for the year 2025:

Names	CPA License No.	Year of Auditing for the Company	
1) Miss Pornthip Rimdusit	5565	0	or
2) Miss Dussanee Yimsuwan	10235	0	or
3) Mr. Piyanat Singkhorn	11641	0	

The auditors have qualifications that comply with the guidelines of the Securities and Exchange Commission.

The proposed audit firm and auditors have no relationship or conflict of interest with the Company/ subsidiaries/managerial staff/ major shareholders, or person related persons of the said parties.

The profiles of the Company’s auditors for 2025 are distributed to all shareholders together with the invitation letter to attend this meeting. (Attachment 3)

2. To approve the annual audit fees for the year 2025 and the quarterly review fees for the Company’s financial statements and consolidated financial statements totaling 3,920,000 baht as follows:

Unit: Baht

Audit fees	2025 (Current Proposal)	2024
1. Annual audit fee for the Company’s financial statements and consolidated financial statements	2,570,000	2,530,000

Audit fees	2025 (Current Proposal)	2024
2. Annual audit fee for consolidated financial statements, and quarterly review fee for the financial statements of the Company and consolidated financial statements	1,350,000	1,350,000
Total audit fees of the Company	3,920,000	3,880,000

The Company paid Non-Audit fee to KPMG Phoomchai Audit Ltd. as follows:

Non-Audit fees	2025 (Current Proposal)	2024
Tax consulting fees, Compensation for checking the compliance with investment promotion certificate conditions, and other services	Actual charge 5,000,000 – 8,000,000 baht	3,659,140

3. To acknowledge the annual audit fees for the 2025 financial statements of the Company's subsidiaries, and the quarterly review fees of subsidiaries, the fees of which are borne by each subsidiary as follows:

Audit fees	2025	2024
1. Annual audit fees of the Company's subsidiaries in Thailand and quarterly review fees of subsidiaries		
- Number of subsidiaries	23 companies	28 companies
• KPMG Phoomchai Audit Ltd.	23 companies	28 companies
- Amount of fee	12.27 million baht	12.37 million baht
2. Annual audit fees of the subsidiaries outside Thailand		
• KPMG Thailand	6 companies	6 companies
- Amount of fee	2.67 million baht	2.70 million baht
• Other audit firms	13 companies	3 companies
- Amount of fee	6.69 million baht	0.29 million baht

The audit fee for 2024 above does not include other service fees (Non-Audit Fee) which the Company and its subsidiaries paid for tax consulting, audit fees for operations in accordance with the conditions of the investment promotion card, and other services totaling 3.66 million baht.

(The audit fees of subsidiaries for the year 2025 are subject to change pursuant to the actual number of subsidiaries and/or actual workload during the year.)

For 23 subsidiaries out of a total of 44 companies, the Company has used auditors from the same auditor office, KPMG Phoomchai Audit Company Limited except some subsidiaries outside Thailand,

KPMG Cambodia Ltd., KPMG R.G. Manabat & Co. (KPMG Philippines), RSM Vietnam, The Right Partner Consulting Group Co., Ltd. (KPMG Myanmar), KPMG Lao Co., Ltd., Glory Shine CPA&CO., T&C Partners Chartered Accountants, and Forvis Mazars are the auditor of those companies, which are not affiliated with the same audit firm as the Company's auditor. However, the Board of Directors will ensure that the financial statements can be submitted by deadline.

The Chairman gave the shareholders an opportunity to ask questions or express additional opinion. It appeared that no shareholder asked or expressed any additional opinion. The Chairman then proposed the meeting to vote on the agenda to consider and approve the appointment of the Company's auditor and the auditor's remuneration for the year 2025.

The Company Secretary informed to the meeting that the resolution in this agenda must be approved by a majority vote of the shareholders who attend the meeting and exercised their votes.

The Resolution: The meeting resolved to appoint Miss Pornthip Rimdusit CPA License No. 5565 or Miss Dussanee Yimsuwan CPA License No. 10235 or Mr. Piyanat Singkhorn CPA License No. 11641 of KPMG Phoomchai Audit Ltd. to be the auditors of the Company for the year 2025 with the auditors' remuneration of 3,920,000 baht and acknowledge the annual audit fees for the 2025 financial statements of the Company's subsidiaries, and the quarterly review fees of subsidiaries with unanimous vote of shareholders who attend the meeting and casting their vote as follows:

Approve	1,462,875,900	shares equivalent to	100.0000%
Disapprove	0	shares equivalent to	0.0000%
Abstained	17,296,080	shares equivalent to	-
Voided ballot	0	shares equivalent to	-

Agenda Item 8 To consider other matters (if any)

The Chairman gave the shareholders an opportunity to ask questions or express additional opinion. It appeared that no shareholder asked or expressed any additional opinion.

When there was no other consideration, the Chairman adjourned the meeting.

The meeting was adjourned at 14.40 hrs.

Signed *Rapee Sucharitakul* Chairman of the meeting
(Mr. Rapee Sucharitakul)

Signed *Vorapoj Hongpinyo* Secretary to the Board of Directors
(Mr. Vorapoj Hongpinyo)