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**Minutes of the 2023 Annual General Meeting of Shareholders
of
Thai Capital Corporation Public Company Limited**

The 2023 Annual General Meeting of Shareholders (the “Meeting”) was held on Tuesday, 25 April 2023 under the Emergency Decree on Electronic Meeting B.E.2563 (2020) and other related laws and regulations at the Company’s meeting room, Bangkok.

The Meeting started at 10:00 hrs.

Miss Weeravan Boonganokwong, the Company Representative, welcomed all shareholders to the Meeting and informed the shareholders about the Privacy Notice, the details as shown in the Invitation Letter. Including informed the Meeting that Mr. Munsin Chaivikrai, Chairman of the Board of Directors unable to attend the Meeting. According to the Company’s Article of Association Clause 36 which specifies that the Chairman of the Board of Directors shall be the Chairman of shareholders’ meetings and if the Chairman of the Board of Directors does not present himself at a shareholders’ meeting or cannot perform his or her duty the Vice Chairman of the Board of Directors shall be the Chairman of the meeting. If there is no Vice Chairman or is a Vice Chairman who is not present at the meeting or cannot perform his or her duty the shareholders present shall elect one shareholder to be the Chairman of the meeting. To comply with the Company’s Article of Association the Announcer invited Mr. Kittisak Chaivikrai, Vice Chairman to presided as the Chairman of the Meeting (the “Chairman”).

The Chairman stated that opened the Meeting and requested the company representative to summarize the number of shares and the number of shareholders attending the meeting today and requested Mr. Kamphol Patana-anukul, Director and Chief Financial Officer to conduct the Meeting.

The Company Representative announced during the Meeting that on 16 March 2023 was the record date, the Company had registered the paid-up capital total Baht 696,361,609 divided into 1,392,723,218 ordinary shares, par value at Baht 0.50 per share. There are total of 28 shareholders attending the Meeting, divided into 2 shareholders attending as themselves and 26 shareholders attending by proxy, holding 647,046,192 shares in aggregate, representing 46.4591% of the total number of issued shares of the Company. A quorum was thus constituted in accordance with the Articles of Association of the Company.

The Chief Financial Officer then introduced the directors, management of the Company, auditors and legal advisor who attended the Meeting as follows.

Directors and Management attending the Meeting. (8 persons as of 88.89% of all directors)

- | | |
|-------------------------------|--|
| 1. Mr. Kittisak Chaivikrai | Vice Chairman and
Managing Director – Business Development
(Presided as the Chairman of the Meeting) |
| 2. Miss Yupin Chaivikrai | Vice Chairman and
Member of the Investment Committee |
| 3. Mr. Charoenchai Chaivikrai | Director
Chairman of the Executive Director
Chairman of the Risk Management |

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	Chairman of the Investment Committee Member of the Nomination and Remuneration Committee and Chief Executive Officer
4. Mr. Nutthirutt Wanwimonpong	Independent Director Chairman of the Audit Committee and Chairman of the Nomination and Remuneration Committee
5. Mr. Vitthawat Vichiateeraphongse	Independent Director Member of the Audit Committee and Member of the Nomination and Remuneration Committee
6. Mr. Yanapol Rakkasikorn	Independent Director and Member of the Audit Committee
7. Mr. Boon-anant Srikhao	Director Member of the Executive Director Member of the Investment Committee Member of the Nomination and Remuneration Committee Member of the Investment Committee and Managing Director
8. Mr. Kamphol Patana-anukul	Director Member of the Executive Director Member of the Risk Management Committee Member of the Investment Committee and Chief Financial Officer

Auditors of Siam Truth Audit Company Limited

1. Mr. Kraisit Silapamongkonkul
2. Mr. Chaiwat Saetiauw

Legal Advisor

Mr. Teerasak Passaree as an “inspector” being a witness of the vote counting process and to ensure that the meeting proceeded in accordance with the laws and the Company’s Articles of Association.

The Chief Financial Officer informed the Meeting that at this meeting, there were only normal agendas. There was no shareholder proposing an additional agenda as announced by the Company on the Company's website. Therefore, the Company will conduct the meeting in accordance with the Company's Articles of Association by ordering according to the agenda specified in the meeting invitation letter and there will be no additional agenda or consideration of other matters. Then informed to the Meeting about the methods of voting process, vote counting and raising questions via IR Plus AGM applications as follows.

The methods of voting process and vote counting:

- For voting in the Meeting, each of shareholders will have the numbers of votes equivalent to the numbers of shares each shareholder holds in the Company, whereby, one share is equivalent to one vote.
- A shareholder may cast his/her vote to either “agree” “disagree” or “abstain” from voting.

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- To vote on each agenda, only shareholders who “disagreed” or “abstained” from voting shall cast their votes through IR Plus AGM application. Shareholders who “agreed” to the agenda were not required to vote through IR Plus AGM application.
- When the meeting started. Shareholders or proxies can vote in advance on every agenda via the IR Plus AGM system or vote on each agenda that is under consideration. The system will include the results of each agenda when the agenda is closed.
- In combining the results of the vote counting, the system will take the votes "disagree" and "abstain" are deducted from the total number of votes of shareholders attending the meeting and having the right to vote. The remainder will be considered as “agree” votes.
- Shareholders who have appointed proxies and cast their votes in the proxy form. The Company has already collected and recorded the points in the system. Proxies attending the meeting do not have to vote again and for shareholders who gave proxies but did not vote Proxies are requested to vote according to the method described above.
- When the vote counting of each agenda is completed. The Company will inform the voting results of each agenda to the meeting. Divided into votes for agree, disagreement and abstention. By representing the percentage of shareholders according to the resolution required for each agenda.
- The resolution of the meeting must be approved by a majority vote of the shareholders attending the meeting and having the right to vote. Except Agenda 7, which is an agenda for consideration and approval of remuneration for directors. That must be approved by a vote of not less than two-thirds of the total number of votes of the shareholders who attend the meeting and vote and Agenda 9, which is the agenda for consideration and approval extension of the limit of the issuance and offering debentures of the Company. That must be approved by a vote of not less than three-fourths of the total number of votes of the shareholders who attend the meeting and vote.

The Method of raising questions

Shareholders can type questions or express their opinions during the consideration of the agenda via messaging methods by clicking on the "Question" menu displayed in every agenda and can be typed questions into the system at any time. Until the agenda is closed. However, the Company reserves the right to screen questions that are suitable for the agenda. In the case of many questions to maintain meeting time, the Company will answer questions related to that agenda. After the meeting was completed via the email that the shareholders had registered.

To ensure the Meeting was conducted in compliance with good corporate governance principles. The Company arranges for the meeting to be recorded on tape and will be posted on the Company's website after the meeting day for shareholders who did not attend the meeting or those who are interested in the public to view. If shareholders encounter problems in the use, please follow the manual for attending the 2023 Annual General Meeting of Shareholders and voting via electronic media by the IR Plus AGM system that was sent along with the Invitation Letter or connect IR PLUS AGM Call Center Tel. 02-022 6200 ext. 2, 626. or Line id: @irplusagm.

Then the Chief Financial Officer proposed agenda as follows:

Agenda 1: Matters to be informed by the Chairman.

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Agenda 2: To consider and certify the Minutes of the Extraordinary General Meeting of Shareholders No. 1/2022.

The Chief Financial Officer invited Mr.Boon-anant Srikhao, the Managing Director, to propose details of this agenda to the Meeting.

The Managing Director informed the Meeting that the Company has convened the Extraordinary General Meeting of Shareholders No. 1/2022 on 8 July 2022. Therefore, the Company had prepared and delivered a copy of the minutes to SET and the Ministry of Commerce within the period specified by the law, as per the details set out in Enclosure 1 which had been sent to the shareholders together with the Invitation Letter. The Board of Directors deemed it appropriate to propose to the Meeting to certify that the Minutes had been correctly and accurately recorded.

The Managing Director gave the Meeting an opportunity to request further information.

There was no shareholder or proxy raised any questions in this Agenda.

The Managing Director proposed the Meeting to consider and certify the Minutes of the Extraordinary General Meeting of Shareholders No.1/2022.

Resolution: The Meeting unanimously resolved to certify the Minutes of the Extraordinary General Meeting of Shareholders No.1/2022, with the following votes:

Agreed	647,046,292	votes	or	100	%
Disagreed	0	votes	or	0	%
Abstained	0	votes	or	0	%

For this agenda, there was an additional 1 shareholder holding together 100 shares present from the commencement of the Meeting. Therefore, the total number of shareholders proxies attending the Meeting was 29 persons, representing 647,046,292 shares or 45.4591 percent.

Agenda 3: To acknowledge the report on the Company's operational results in the year 2022.

The Chief Financial Officer informed to the Meeting that that to comply with Article 40 of the Company's Articles of Association, which requires that the Annual General Meeting of Shareholders acknowledge the report of the Board of Directors regarding the Company's operating results for the past year. The Company therefore would like to report on the operating results and significant changes that occurred in the year 2022, including the progress of joining the private sector's anti-corruption alliance project. (Anti-Corruption) for shareholders to acknowledge as follows;

The operational results in the year 2022

The Company had net profit for the year 2022 was 193.0 million baht or 9.7% of total revenue, a significant increase compared to the previous year. which had net profit of 75.8 million baht, with the Company's net profit increasing approximately 117.2 million baht or 154.6%

Statement of Financial Position

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As of December 31, 2022, the Company had total assets of 1,473.1 million baht, an increase of about 267 million baht from the previous year, due to significant changes in cash and inventories which is an increase from the bonds that the company received in the third quarter of 2022 and better performance compared to the previous year.

The Company had total liabilities of 350 million baht, an increase of about 35.3 million baht from the previous year, which is an increase in debentures in the amount of 200 million baht in the third quarter of 2022, offset by a decrease in trade and business credit from financial institutions. Total shareholders' equity was 1,123.2 million baht, an increase of 231.8 million baht from the previous year, resulting from the Company's net profit of 193 million baht and the money received from the conversion of TCC-W3 in the second quarter about 40 million baht.

Profit and Loss Statement

The Company had revenue for the year 2022 was 1,997.2 million baht, an increase of 847.7 million baht or 73.7% from the previous year, mainly due to the adjustment of the Company's marketing strategy and the increase in coal market prices. The Company had gross profit margin was 19.7%, slightly lower than previous year which had gross profit margin of 20.4%.

The Company had selling expenses for the year 2022 in the amount of 84.4 million baht, a slight increase from the previous year about 6.3 million baht or 6.3%. In sales for 2022, it will be 4.2% of revenue. This is considered lower than the same ratio compared to 2021, which was 6.9%. The decrease in selling expenses was mainly due to the cost of coal transportation. In 2022, the Company had revenue from coal sales in the part of customers who come to pick up the products themselves at the Company's warehouse increased by 60%. In addition, the Company had administrative expenses was 55.9 million baht, an increase of approximately 3.9 million baht or 7.5% from the previous year, and there was an expense for income tax was 50.5 million baht, which was in line with the increase in profits of the Company.

Key Financial Ratios

The company had liquidity ratio for the year 2022 was 5.3 times compared to the previous year, which was 1.9 times. The number of days of average collection period, average product sales period and average repayment period 10-15 days faster than last year, which is usually controlled by the Company within 60 days. In terms of profitability, the Company had a return on equity ratio at 19.2% and the return on assets ratio at 14.4%, which is considered an improvement compared to the previous year. This was mainly due to the improved performance of the Company.

From the performance mentioned above. It is the performance from a single energy or coal business. However, after the COVID-19 epidemic situation has subsided, the government has relaxed measures to control the spread of the disease. As a result, the business sector resumes its activities and gets back to normal state. The Company has considered that in 2023, TCC Asset Management Co., Ltd., a subsidiary will start asset management business by participating in the bidding of non-performing assets from financial institutions and this will be done by the professionals team. In addition, the Company will study the opportunity to reinvest in Chai Market Co., Ltd. another subsidiary. At present, the name of the company has been changed to "Chai Asset Co., Ltd., in order to correspond with the expansion of the scope of business operations. The Company has considered that from various factors including risks in business operations that have changed from the past 3-4 years, which the Company will consider doing other types of business on the Company's real estate apart from the development of wholesale markets for agricultural products which is the original objective, and other investments as well, in order to maximize the benefits of the Company. If there is progress in such matters, The Company will inform the shareholders through the information channel of the Stock Exchange of Thailand. In addition, the Company will continue to look for other investment opportunities. In addition to the above which will be able to generate good returns for the Company in the long run.

Anti-Corruption

For the progress in joining the anti-corruption, the Board of Directors has a policy on banning anti-corruption and bribery by setting out the written guidelines in ethics and business ethics for directors, executives, and employees, including the policy on not receiving gifts, assets, or other benefits from business partners. The Board also promotes training to educate the employees on anti-corruption. There is a process to assess the risk of fraud designated as part of the internal audit and is in charge by Risk Management Committee. In addition, the Company also provides a channel to report misconduct (Whistle Blowing) with the aim for all employees to jointly help monitor/oversee to ensure compliance with the principles of corporate governance and business ethics. The Company supports reporting on practices that are contrary to good faith or suspected violation of the principles. All complaints are treated as confidential, and the complainants will be protected.

The Chief Financial Officer gave the Meeting an opportunity to request further information.

There was no shareholder or proxy raised any questions in this Agenda.

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

Agenda 4: To consider and approve the Financial Statement for the fiscal year ended 31 December 2022.

The Chief Financial Officer invited Mr. Nutthirutt Wanwimonpong, the Chairman of the Audit Committee, to propose details of this agenda to the Meeting.

The Chairman of the Audit Committee informed to the Meeting that to comply with Section 112 of the Public Limited Companies Act B.E.2535 (1992) (including any amendment thereto) and Article 43 of the Company's Articles of Association, provides that the Company must prepare the Statement of Financial Position and Comprehensive Income Statement for the fiscal year propose to the shareholders' meeting to consider and approve. In this regard, the Statement of Financial Position and Comprehensive Income Statement for the fiscal year ending 31 December 2022 had been audited by the certified public accountant and reviewed by the Audit Committee and agreed by the Board of Directors.

The Chairman of the Audit Committee gave the Meeting an opportunity to request further information.

There was no shareholder or proxy raised any questions in this Agenda.

The Chairman of the Audit Committee proposed the Meeting to consider and approve the Financial Statement for the fiscal year ended 31 December 2022.

Resolution: The Meeting unanimously resolved to approve the Financial Statement for the fiscal year ended 31 December 2022, with the following votes:

Agreed	647,046,292	votes	or	100	%
Disagreed	0	votes	or	0	%
Abstained	0	votes	or	0	%

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Agenda 5: To consider and approve the appropriation of the annual net profit as a legal reserve and the omission of dividend payment from the 2022 operational results.

The Chief Financial Officer informed to the Meeting that to comply with Section 116 of the Public Limited Companies Act B.E.2535 (1992) (including any amendment thereto) and Article 46 of the Company's Articles of Association which requires the annual general meeting of shareholders to the company shall allocate no less than five percent of its annual net profit, with the deduction of the accumulated losses brought forward (if any) to a reserve fund until this fund attains an amount of no less than ten percent of the registered capital.

From the results of operations between January 1 and December 31, 2022, the Company has net profit from separate financial statements amounting to THB 63,077,834.26. Therefore, proposed to allocate profits from the company's results of operations in the year 2022 as a legal reserve in the amount THB 3,153,891.71.

According to Section 115 of the Public Limited Companies Act B.E.2535 (1992) (including any amendment thereto) and Article 45 of the Company's Articles of Association which requires the annual general meeting of shareholders to the company shall not allocate dividend be paid other than out of profits. In the case where the company still has an accumulated loss, no dividends shall be paid. The Board of Directors may, on occasion the profit justifies, pay interim dividends to shareholders if it is reasonably profitable to do so. And report to the shareholders' meeting at the next meeting.

In addition, the dividend policy of the Company, the Company shall distribute dividend to its shareholders at a rate of no less than 40 percent of the net profit after the corporate income tax and the legal reserve have been deducted as required by law. In this regard, the payment of dividend depends on the Company's operational results, the financial statement and the investment plan of the Company and its subsidiaries as the Board of Directors deems appropriate. However, for the company to have working capital in the business and to support future investments of the company. Therefore, it is proposed to omit dividend payment from the operating results of the year 2022.

The Chief Financial Officer gave the Meeting an opportunity to request further information.

There was no shareholder or proxy raised any questions in this Agenda.

The Chief Financial Officer proposed the Meeting to consider and approve the appropriation of the annual net profit as a legal reserve and the omission of dividend payment from the 2022 operational results.

Resolution: The Meeting unanimously resolved to approve the appropriation of the annual net profit as a legal reserve and the omission of dividend payment from the 2022 operational results, with the following votes:

Agreed	647,046,292	votes	or	100	%
Disagreed	0	votes	or	0	%
Abstained	0	votes	or	0	%

The Chief Financial Officer invited Mr. Nutthirutt Wanwimonpong, the Chairman of the Nomination and Remuneration Committee and the Chairman of the Audit Committee, to propose details of Agenda 6, 7 and 8 to the Meeting.

Agenda 6: To consider and approve the re-election of directors of the Company in replacement of those who are due to retire by rotation.

The Chairman of the Nomination and Remuneration Committee informed to the Meeting that to comply with Section 71 of the Public Limited Companies Act B.E.2535 (1992) (including any amendment thereto) and Article 17 of the Company's Articles of Association, provides that at every annual general meeting, one-third (1/3) of the directors shall vacate office, if the number of directors is not a multiple of three, the number closest to one-third (1/3) shall vacate, whereby a director who vacates office under this provision may be re-elected.

At this the Meeting, there were 3 out of 9 directors who had to retire by rotation as follows:

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| 1. Miss Yupin Chaivikrai | Director |
| 2. Mr. Boon-anant Srikhao | Director |
| 3. Mr. Vithawat Vichiateerapongse | Independent Director |

In order to comply with good corporate governance principles, all 3 directors who had to retire by rotation and were nominated for re-election had temporarily left the meeting until the consideration of this agenda was completed.

And to promote the good corporate governance and take into account the importance of shareholders according to the guidelines of the Stock Exchange of Thailand, the Company has provided the opportunity for shareholders to nominate persons to be elected as directors in advance for the AGM 2023 from 1 December 2022 – 31 January 2023 via the Company's website and SET Portal. It appeared that there was no shareholder nominating a person to be considered and elected as a director of the Company.

The Nomination and Remuneration Committee, excluding interested directors who are retiring by rotation, has considered qualifications, knowledge, abilities, skills, experiences, and professional expertise. Including the composition of the total number of directors of the company. As well as efficiency and performance as a director, it was concluded that all 3 directors who are due to retire by rotation have qualifications in accordance with relevant regulations. suitable for the business of the company Including in the past, all directors have performed their duties as directors very well and efficiently.

In addition, the Nomination and Remuneration Committee has additionally considered the qualifications and performance of independent director, Mr. Vithawat Vichiateerapongse according to the relevant Notification of the Capital Market Supervisory Board. It is of the opinion that Mr. Vithawat Vichiateerapongse has all qualifications as independent director in accordance with the relevant notifications and criteria. He also has experience and expertise, which is very beneficial for the business meeting of the Company, as well as being able to express their opinions and give suggestions about the operation of the company independently. The biographies of the nominated directors appeared in Enclosure No. 3 attached to the invitation letter.

The Board of Directors, excluding interested directors who are retiring by rotation, considered and deemed appropriate to propose to the Meeting to consider and approve the election of 3 directors retiring by rotation. namely (1) Ms. Yupin Chaivikrai, (2) Mr. Boon-anant Srikhao, and (3) Mr. Vithawat Vichiateerapongse to be re-elected as a director for another term.

In considering the appointment of a director, the Chairman of the Nomination and Remuneration Committee asked the meeting to appoint individual directors and to make voting in the agenda of appointing directors

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transparent. comply with the principles of good corporate governance. Therefore, all shareholders are requested to agree, disagree or abstain from voting through the IR Plus AGM application. If the shareholder does not vote via the IR Plus AGM application, it will be considered that such shareholder agrees on this agenda.

The Chairman of the Nomination and Remuneration Committee gave the Meeting an opportunity to request further information.

There was no shareholder or proxy raised any questions in this Agenda.

The Chairman of the Nomination and Remuneration Committee was requested to consider and approve the re-appointment of the directors who retired by rotation for another term.

6.1 Miss Yupin Chaivikrai

Resolution: The Meeting unanimously resolved to approve the re-appointment of Miss Yupin Chaivikrai, the director who retired by rotation, for another term. with the following votes:

Agreed	647,046,292	votes	or	100	%
Disagreed	0	votes	or	0	%
Abstained	0	votes	or	0	%

6.2 Mr. Boon-anant Srikhao

Resolution: The Meeting unanimously resolved to approve the re-appointment of Mr. Boon-anant Srikhao, the director who retired by rotation, for another term. with the following votes:

Agreed	647,046,292	votes	or	100	%
Disagreed	0	votes	or	0	%
Abstained	0	votes	or	0	%

6.3 Mr. Vithawat Vichiateerapongse

Resolution: The Meeting unanimously resolved to approve the re-appointment of Mr. Vithawat Vichiateerapongse, the director who retired by rotation, for another term. with the following votes:

Agreed	647,046,292	votes	or	100	%
Disagreed	0	votes	or	0	%
Abstained	0	votes	or	0	%

After completing the voting on this agenda, the Chairman of the Nomination and Remuneration Committee invited the directors who retired by rotation and who were nominated for another term to return to the meeting room.

Agenda 7: To consider and approve the remuneration of directors for the year 2023.

The Chairman of the Nomination and Remuneration Committee informed to the Meeting that to comply with Section 90 of the Public Limited Companies Act B.E.2535 (1992) (including any amendment thereto) provides that the determination of the directors' remuneration requires approval from the shareholders' meeting regarding to the Article of Association of the Company. Therefore, the Article 23 of Association of the Company which stipulate the directors are entitled to cash reward, meeting allowance, per diem, grant, bonus or other benefits in accordance with the Articles of Association or as consented by the Shareholders' Meeting, which may be specified from time to time or to be available forever until the shareholders' meeting has a resolution to change it. In addition, be eligible to receive financial aid or other benefits according to the regulations of the company too.

The 2022 Annual General Meeting of Shareholders held on 28 April 2022 resolved to approve the remuneration of the directors for the year 2022 in the amount of not exceeding THB 4,000,000. Therefore, the Company paid the remuneration to 9 directors in the amount THB 2,262,000.

For determination of remuneration for directors for the year 2023, the Nomination and Remuneration Committee have considered and screened the suitability by comparing with the remuneration of directors in the same business group company performance including duties and responsibilities of directors. It was deemed appropriate for the Board of Directors to propose to the Meeting to consider and approve the directors' remuneration for the year 2023 by proposing that the directors' remuneration not exceed 4,000,000 baht, the same as the previous year. The details are as follows.

Remuneration of Directors	Year 2023
1. Fixed Remuneration (Baht/Person/Year)	
- Chairman of the Board of Directors	252,000
- Chairman of the Audit Committee	252,000
- Vice Chairman	150,000
- Independent Director	150,000
- Member of the Audit Committee	204,000
2. Meeting Allowance (Baht/Person/Attendance)	
- Chairman of the Board of Directors	12,500
- Chairman of the Audit Committee	12,500
- Chairman of the Nomination and Remuneration Committee	12,500
- Director	10,000
- Independent Director	10,000
- Member of the Audit Committee	10,000
- Member of the Nomination and Remuneration Committee	10,000
3. Bonus (to be allocate by the Board of Directors)	-
Total Remuneration (Baht) not exceeding	4,000,000

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Remuneration of Directors	Year 2023
4. Other Remuneration (Non-cash compensation)	None

The Chairman of the Nomination and Remuneration Committee gave the Meeting an opportunity to request further information.

There was no shareholder or proxy raised any questions in this Agenda.

The Chairman of the Nomination and Remuneration Committee proposed the Meeting to consider and approve the directors' remuneration for the year 2023 in the amount not exceeding 4,000,000 baht as proposed by the Nomination and Remuneration Committee.

Resolution: The Meeting unanimously resolved to approve the directors' remuneration according to the details presented, with the following votes:

Agreed	647,046,292	votes	or	100	%
Disagreed	0	votes	or	0	%
Abstained	0	votes	or	0	%

Agenda 8: To consider and approve the appointment of the auditors and the determination of the audit fee for the year 2023.

The Chairman of the Audit Committee informed to the Meeting that to comply with Section 120 of the Public Limited Companies Act B.E.2535 (1992) (including any amendment thereto) and Article 40 of the Company's Articles of Association, provides that at an annual ordinary meeting of shareholders of each year, there shall be an appointment of an auditor and the determination of an audit fee of the Company. In appointing an auditor, the former auditor may be re-appointed. In addition, the notification of SEC which requires an auditor of listed company must be rotated after the said auditor has performed his/her duty for 7 fiscal years whether in consecutive years or not. The Company shall re-appoint the said auditor to be the auditor of the Company in case that he/she has ceased providing audit services to the Company for at least 5 consecutive years unless it is considered as the exception stipulated by law.

For the appointment of the auditors for the year 2023, the Audit Committee has selected the auditors by taking into an account the performance, experience, personnel readiness, performance standards, independence and audit fee and proposed to appoint auditors from Siam Truth Audit Company Limited as the auditor of Company for the year 2023 by appointing one of the following auditors to review and certify on the Statement of Financial of the Company.

1. Mr. Bunjong Pichayaprasat CPA License No. 7147 or
2. Miss Khaymanundt Chaichuen CPA License No. 8260 or
3. Miss Sirada Jarutakanont CPA License No. 6995 or
4. Miss Kornpreeya Soonphiphatsakul CPA License No. 10001 or
5. Mr. Chaiwat Saetiaiw CPA License No. 11042

In the case such auditors fail to perform their duties, the Siam Truth Audit Company Limited is allowed to arrange for other of its auditors in place of such auditors which must be approved by the Board of Directors

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first. In this regard, The Siam Truth Audit Company Limited and all auditors are not shareholders of the Company, do not have any conflict of interest with the Company/the subsidiaries of the Company/the executives/the major shareholders/or the related persons of the aforementioned and do not provide any advisory service to the Company. Therefore, such auditor is able to audit and render opinions towards the Company's Statement of Financial independently. In addition, the Audit Committee also determined the remuneration for the auditors of the Company for the year 2023 in the amount of not exceeding THB 1,180,000 (same the previous year) which does not include other services (Non-Audit Fee) that the Company pay on actual basis.

The Board of Directors considered and agreed to propose to the Meeting for the consideration and approval of the appointment of all five auditors from the Siam Truth Audit Company Limited as the auditors of the Company by having one of the proposed auditors to review the accounts and render opinions on the Statement of Financial of the Company. In the case such auditors fail to satisfactorily perform their duties, the Siam Truth Audit Company Limited is allowed to arrange for other of its auditors in place of such auditors which must be approved by the Board of Directors first and propose to the Meeting to consider and approve for the audit fee in year 2023 in the amount of not exceeding THB 1,180,000 which does not include other services (Non- Audit Fee) that the Company pay on actual basis.

The Chairman of the Audit Committee gave the Meeting an opportunity to request further information.

There was no shareholder or proxy raised any questions in this Agenda.

The Chairman of the Audit Committee proposed the Meeting to consider and approve the appointment of the auditors and the determination of the audit fee for the year 2023.

Resolution: The Meeting passed a majority vote to approved the appointment Mr. Bunjong Pichayaprasat, CPA License No. 7147 or Miss Khaymanundt Chaichuen, CPA License No. 8260 or Miss Sirada Jarutakanont, CPA License No. 6995 or Miss Kornpreeya Soonphiphatsakul, CPA License No. 10001 or Mr. Chaiwat Saetiaiw, CPA License No. 11042 or another auditor from Siam Truth Audit Co., Ltd. to be the Company's auditor for the year 2023 and determine the audit fee of the Company for the year 2023 in the amount not exceeding THB 1,180,000, excluding other service fees (Non-Audit Fee) that the Company actually pays, with the following votes:

Agreed	645,646,292	votes	or	99.7836	%
Disagreed	1,400,000	votes	or	0.2164	%
Abstained	0	votes	or	0	%

Agenda 9: To consider and approve for the extension of the limit of the issuance and offering debentures from THB 400 million to up to THB 700 million at any period, under specified conditions.

The Chief Financial Officer informed to the Meeting that according to the Extraordinary General Meeting of Shareholders No.1/2022 held on 8 July 2022 resolved to approval the issuance and offer for sale of the debentures in an amount not exceeding THB 400 million. However, in order for the Company's business operations to continue, the Company would like to increase the debentures facility by THB 300 million, from the existing facility of THB 400 million to not exceeding THB 700 million, at any period of time, under specified conditions. In this regard, this extension of the limit is to be use in business expansion of the Company and its subsidiaries and/or business expansion or investment in the new business of the Company in

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accordance with the Board of Directors' resolution and/or repay the existing loan of the Company, and/or as working capital of the Company, or for other purposes as the Board of Directors may deem appropriate as per the details in summary of the issuance and offer for sale of debentures of the Company, Enclosure 5 which had been sent to the shareholders together with the Invitation Letter.

The Chief Financial Officer gave the Meeting an opportunity to request further information.

There was no shareholder or proxy raised any questions in this Agenda.

The Chief Financial Officer proposed the Meeting to consider and approve the extension of the limit of the issuance and offering debentures by THB 300 million, from THB 400 million to up to THB 700 million at any period, under specified conditions.

Resolution: The Meeting passed a majority vote to approve the extension of the limit of the issuance and offering debentures by THB 300 million, from THB 400 million to up to THB 700 million at any period, under specified conditions, with the following votes:

Agreed	645,646,292	votes	or	99.7836	%
Disagreed	1,400,000	votes	or	0.2164	%
Abstained	0	votes	or	0	%

Agenda 10: To consider other matters. (If any)

The Chief Financial Officer informed to the Meeting that there will be no further proposed agenda to the Meeting of Shareholders and no voting for a resolution in this agenda to give the shareholders an opportunity to make enquiries to the Board of Directors (if any).

The Chief Financial Officer gave the Meeting an opportunity to request further information.

Mr. Nathee Hongrattana-uthai, shareholder, asked the Meeting that the Company does not pay dividends. So, what does the company have to spend money on?

The Chief Financial Officer informed to the Meeting that the Company has considered and resolved to omit dividend payment for the year 2022 due to the need to reserve cash for working capital in the coal business and asset management business. The Company plans to reinvest this business seriously this year. It will enter the auction of assets to manage in order to generate income this year. Including supporting investment in other businesses in the future.

Mr. Nathee Hongrattana-uthai, shareholder, asked the Meeting further that Wouldn't the Company consider paying a small dividend?

The Chief Financial Officer informed to the Meeting that the Company needs to reserve money for such use as explained a moment ago. However, in the future, the Company may consider paying dividends to shareholders as appropriate.

There was no shareholder or proxy raised any questions in this Agenda.

(-Translation-)

The Chief Financial Officer invited the Chairman declared the Meeting adjourned.

The Chair then thanked the shareholders for their time in attending the Meeting and expressing their opinions, all of which would be of interest to the Company, and then declared the Meeting adjourned.

The Meeting was adjourned at 11.30 hrs.



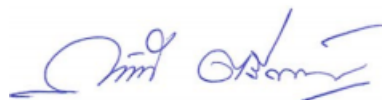
(Mr. Kittisak Chaivikrai)
Chairman of the Meeting

Certify by



(Mr. Kamphol Patana-anukul)
Director / Chief Financial Officer

Minutes Recorder by



(Miss Phawinee Treekanjananan)
Company Secretary