

## (Translation)

#### Minutes of the Extraordinary General Meeting of Shareholders No. 1/2024

#### Time and place

The Meeting was held on Wednesday, 11 December 2024 at 10.30 a.m, via electronic meeting (E-EGM) only which live broadcasted from the Company's headquarters at Meeting Room, 14th Floor of TP&T Building, Soi Vibhavadi Rangsit 19, Vibhavadi Rangsit Road, Chatuchak Sub-District, Chatuchak District, Bangkok.

#### **General** information

In this Extraordinary General Meeting of Shareholders No. 1/2024, this was a meeting via electronic media. In accordance with the Emergency Decree on Electronic Conferencing B.E. 2020, to prevent the spread of COVID-19, Hydrotek Public Company Limited has used the meeting management service from Inventech Systems (Thailand) Company Limited, which is a consistent system with the Notification of Ministry of Digital Economy and Society Re: Standards for Maintaining Security of Meetings Via Electronic Means B.E. 2563 (2020), including the meeting control system certification from the Electronic Transactions Development Agency (ETDA).

#### Quorum

At 10:30 a.m., there were 2 shareholders attending the meeting in person and 28 by proxy, totaling 30 shareholders, totaling 341,524,567 shares from the total number of shares of Hydrotek Public Company Limited ("Company") issued and paid up 470,121,161 shares, or 72.646 percent of the total number of shares sold in the Company. A quorum was formed. According to legal requirements and Company's Article of Association, which requires that there must be no less than 25 shareholders and shareholders' proxies to attend the meeting, or not less than half of the total number of shareholders, whichever amount is less, and must have shares totaling not less than onethird of the total number of shares sold in the company.

#### Directors attending the Meeting

1	Mr. Somprasong	Panjalak	Chairman of the Board		
2	Mr. Sukrit	Jintanakosin	Chief Executive Officer / Member of the		
			Nomination and Remuneration Committee /		
			Member of the Risk Management Committee /		
			Director		



3	Mr. Somcharn	Panjalak	Member of the Nomination and Remuneration
			Committee / Member of the Risk Management
			Committee / Director
4	Mrs. Wipaporn	Chairatana	Audit Committee / Chairman of the Nomination
			and Remuneration Committee / Independent
			Director
Dire	ctors attending the Meet	ting via electroni	<u>c media</u>
5	Air Chief Marshal Surasak	Meemanee	Chairman of the Audit Committee / Member of
			the Nomination and Remuneration Committee /
			Chairman of the Risk Management
6	Mr. Pramin	Panthaveesak	Audit Committee / Independent Director
<u>Exe</u>	cutive attending the Meet	ting	
1	Mr. Kasame Ch	nanweerathum	Chief Financial Officer and Company Secretary
<u>Adv</u>	isors attending the meet	ing	
1.N	Ms. Manunya Thitinuntawa	n	Legal Advisor form Manunya & Associates Limited

### Commencement of the Meeting

Miss. Kanyanat Savetsunthorn, who was responsible for the meeting moderator (the "Conductor") welcomed the shareholders and attendees to attend the Extraordinary General Meeting of Shareholders No. 1/2024 and explained the Company's preliminary information. To ensure that the meeting is in accordance with the principles of good corporate governance in regard to voting at the meeting, the conductor has informed the voting procedures and vote counting criteria as follows:



#### Voting method

- 1. The meeting will consider matters in the order of the agenda specified in the meeting invitation letter. Information will be presented on each agenda. and provide opportunities for shareholders to ask questions before voting and the results of the scores will be reported to the meeting. When the votes are counted in that agenda Finished in order;
- 2. In voting Let shareholders choose the agenda they want to vote on. Then press the "vote" button. The system will display 3 boxes for voting: agree, disagree, and abstain; For shareholders or multiple proxies, the system will display all names of those who have been granted a proxy. Voting will be done separately for each user account; To cancel voting, press the "Cancel Voting" button for any shareholder who has not voted within the specified time. The company will assume that the shareholder agrees with that agenda. and voting can make amendments Until there is notification of the closing of voting in that agenda. The company gives voting time 1 minute and when the voting results for each agenda are closed. The results of that agenda will be announced to the meeting later;
- 3. In the case of shareholders Accepting proxies from many shareholders Press to select the menu. "User Account" and press the "Change Account" button to access the accounts of other shareholders. The system will not remove votes from the meeting base;
- If the shareholder wishes to leave the meeting before closing voting on any agenda 4. Shareholders' votes will not be counted as a quorum for the said agenda. and votes will not be counted immediately for the remaining agenda items. However, leaving the quorum for any agenda item will not disqualify shareholders' rights. or a proxy to return to attend the meeting and vote on the next agenda in the system;
- 5. Asking questions or expressing opinions in the meeting room Before voting on each agenda The Company will give meeting attendees the opportunity to ask questions. or express opinions on issues related to that agenda as appropriate by selecting the agenda on which you want to ask questions or express opinions. Then press the "Question" button. There are 2 ways to inquire:
  - Inquire via message You can type the desired question. Then press the "Send Questions" button. The company will answer questions in the conference room on the agenda related to that question. However, if there are a large number of questions sent, The Company reserves the right to consider selecting questions as appropriate or
  - Inquire via video and audio (video conference) by pressing the "Inquire via video and audio" button, then press "OK" to confirm the reservation. Once you have received permission from the staff, turn on your camera and microphone. Attendees must inform their name and surname. and status as a shareholder or proxy before asking questions



every time So that the company can record them in the meeting minutes correctly and completely.

The company reserves the right to cut off images and audio of shareholders who ask questions or express impolite comments. or defame others or violate any law Including violating the rights of other people. or disrupting the meeting or cause distress to other meeting participants

- 6. In the case that there are many shareholders who wish to ask questions using images and sound in the system. To preserve the duration of the meeting Please ask shareholders to ask questions via message. for officials to answer questions or bring your questions to answer at the end of the meeting. or put the answer on the company's website.
- 7. In the case that shareholders encounter problems logging into the meeting system or voting system Please study and follow the instructions provided along with the meeting invitation letter. Or select the "Help" menu in the system. You can contact Inventech Call Center staff from the phone number and Line Official.
- 8. If there is a system failure during the shareholder meeting, you will receive an email. To return to the meeting via the backup system.

#### Vote counting criteria

Under Article 31 of the Company's Articles of Association, it is stated that "in voting, one share has one vote" and the resolution of the shareholders' meeting shall consist of the following votes:

(1) In normal cases, a majority vote of the shareholders who attend the meeting and cast their votes shall be taken. If there are equal votes The chairman of the meeting shall cast one additional vote as the deciding vote.

Therefore, in considering the majority vote of shareholders whether they agree with that agenda or not, only the "agree" and "disagree" votes of the shareholders who attended the meeting will be counted. and vote only in the case that shareholders cast an <u>"abstain</u>" vote, the Company will not count such voting as the base for counting votes.

(2) In the following cases A vote of not less than three-fourths of the total number of votes of shareholders attending the meeting shall be held. and have the right to vote.

(a) Sale or transfer of the entire business of the company. or some important part to another person

(b) Purchasing or accepting transfer of business of another company. or a private company becomes a company



(c) Making, amending or terminating contracts regarding the rental of all company business. or some important part Assigning another person to manage all of the company's business or combining business with another person with the objective of sharing profits and losses.

(d) Amendments to the memorandum of association. or company regulations

(e) Increase or decrease of the company's capital. or issuance of corporate bonds

(f) Merger or dissolution of business.

Therefore, agenda items that must be approved by a vote of not less than three-fourths of the total number of votes of shareholders attending the meeting and having the right to vote will be calculated by counting the votes of all shareholders attending the meeting. and have the right to vote by voting "agree", "disagree" and "abstain"

Before voting on each agenda the chairman of the meeting will provide opportunities for attendees to ask questions on issues related to that agenda as appropriate. For questions or comments that are beyond the agenda being considered. Please bring it to inquire. or give opinions on other agenda items at the end of the meeting and please kindly ask shareholders to give their opinions. or ask concisely and refrain from asking questions or expressing opinions on duplicate issues. To give other shareholders an opportunity to exercise their rights as well. We therefore request that shareholders please cooperate so that the meeting goes well. and to manage the meeting within the specified time

In the case that many questions are sent into the system The company reserves the right to consider and select questions as appropriate. And if there are any questions that cannot be answered during the meeting Due to limited time The company will consider collecting responses. and further disclose in the meeting minutes or through the Company's website.

In adherence to guidelines for shareholder meetings of listed companies regarding the counting of votes during this meeting, the Company invited a representative from Manunya & Associates Limited, namely, Ms. Manunya Thitinuntawan, Legal Advisor, to oversee the vote counting during this meeting, and supervise shareholder meetings in accordance with the laws and regulations of the Company.

Thereafter, Mr. Somprasong Panjalak, Chairman of Board of Directors, presided over the Meeting ("Chairman"), delivered a speech to open the meeting, welcomed the shareholders, and conducted the meeting in accordance with the agendas outlined in the invitation to the Extraordinary General Meeting of Shareholders No. 1/2024 of the Company as follows:



#### Agenda 1 To certify the Minutes of the Annual General Meeting of Shareholders for the year 2024 which was held on 30 April 2024

The Company has prepared the Minutes of the Annual General Meeting of Shareholders for the year 2024 which was held on 30 April 2024, and submitted the copy of such minutes of the meeting to the Stock Exchange of Thailand and Ministry of Commerce as required by law, the Company has also published the minutes of meeting on the Company's website, and distributed to all shareholders together with the invitation letter in advance as per the details in Attachment 1.

#### Board of Directors' Opinion

The Board of Directors has considered and found that the Minutes of the Annual General Meeting of Shareholders for the year 2024 which was held on 30 April 2024, correctly and completely recorded all significant questions and opinions, and thus deemed it appropriate to propose the Shareholders' Meeting to consider certify such Minutes of the Meeting.

The Chairman then gave the meeting an opportunity to express their opinions, and ask questions related to Agenda 1

#### Inquiries or Comments

Thereafter, as no other shareholders raised any questions or comments to the committee, the Chairman of the Meeting asked the meeting to certify the Minutes of the Annual General Meeting of Shareholders for the year 2024 which was held on 30 April 2024

**Resolved** The meeting resolved to certify the Minutes of the Annual General Meeting of Shareholders for the year 2024 which was held on 30 April 2024, with all the details as proposed, with the following votes:

Shareholders Voting	Numbers of Votes	Percent of the total vote of the shareholders	
		attending the meeting and casting their votes	
Approve	341,524,567	100.0000	
Disapprove	0	0.0000	
Abstain	0	-	
	341,524,567	100.0000	

<u>Remarks</u> The resolution for this agenda item must be adopted with a majority of votes of the shareholders present at the Meeting and casting their votes.

Agenda 2 To consider and approve the decrease of Company's registered capital by reducing unallocated registered ordinary shares, and the amendment of the Company's Memorandum of Association, Clause 4 to be consistent with the decrease of the Company's registered capital



Since the Company intends to issue and offer newly issued ordinary shares to existing shareholders in proportion to their shareholding (Rights Offering) and through a Private Placement, the Company must increase its registered capital by issuing new ordinary shares. However, the Public Company Limited Act B.E. 2535 (as amended) ("Public Company Limited Act") stipulates that the company may increase the amount of its registered capital by issuing new shares provided that all the shares have been completely sold and paid-up in full, or if the shares have not been completely sold, the remaining shares shall be the shares issued to accommodate the exercise of convertible debentures or warrant. Currently, the Company has the unallocated ordinary shares of 282,072,696 shares, which are the shares allocated to accommodate the issuance and offering of the newly issued ordinary shares under General Mandate as approved by the 2024 Annual General Meeting of Shareholders on 30 April 2024. Therefore, the Company must decrease the registered capital by eliminating the unallocated ordinary shares. In this regard, elimination of the unallocated ordinary shares will not affect paid-up capital of the Company

The Board of Directors Meeting No. 8/2024, held on 6 November 2024, resolved to propose to the Extraordinary General Meeting of Shareholders No. 1/2024 to consider and approve the decrease of Company's registered capital in the amount of 282,072,696 Baht from registered capital 908,156,609 Baht to new registered capital 626,083,913 Baht by reducing 282,072,696 unallocated registered ordinary shares with par value of 1.00 Baht per share, which are the shares allocated to accommodate the issuance and offering of the newly issued ordinary shares under General Mandate as approved by the 2024 Annual General Meeting of Shareholders on 30 April 2024, and the amendment of the Company's Memorandum of Association, Clause 4 to be consistent with the decrease of the Company's registered capital, as follows:

"Clauses 4.	Registered Capital	626,083,913 Baht	(six hundred twenty-six million eighty-three
			thousand nine hundred thirteen Baht)
	Divided to	626,083,913 shares	(six hundred twenty-six million eighty-three
			thousand nine hundred thirteen shares)
	Share value	1.00 Baht	(One Baht)
	Consisting of		
	Ordinary share	626,083,913 shares	(six hundred twenty-six million eighty-three
			thousand nine hundred thirteen shares)
	Preference Shares	- shares	(-shares)"

In this regard, the Board of Directors, Chief Executive Officer or any person authorized by the Board of Directors or Chief Executive Officer shall have the authority to sign any applications or documents related to the registration of amendments to the Company's Memorandum of Association, to amend



or adjust such applications or the text of such documents related to the registration of amendments to the Company's Memorandum of Association, and to submit the application for registration of amendments to the Department of Business Development, Ministry of Commerce, Including the authority to undertake any necessary actions as necessary and in connection with these matters, as deemed appropriate, and to undertake any necessary actions to comply with laws, regulations, rules, and interpretations of relevant government agencies, including any recommendations or directives from the Registrar or other officials

#### Board of Directors' Opinion

The Board of Directors considers it appropriate to propose to the Extraordinary General Meeting of Shareholders No. 1/2024 to consider and approve the decrease of Company's registered capital in the amount of 282,072,696 Baht from registered capital 908,156,609 Baht to new registered capital 626,083,913 Baht by reducing 282,072,696 unallocated registered ordinary shares with par value of 1.00 Baht per share, which are the shares allocated to accommodate the issuance and offering of the newly issued ordinary shares under General Mandate, and the amendment of the Company's Memorandum of Association, Clause 4 to be consistent with the decrease of the Company's registered capital, including the related authorizations as detailed above.

The Chairman then gave the meeting an opportunity to express their opinions, and ask questions related to Agenda 2

#### Inquiries or Comments

Thereafter, as no other shareholders raised any questions or comments to the committee, the Chairman of the Meeting asked the meeting to the decrease of Company's registered capital by reducing unallocated registered ordinary shares, and the amendment of the Company's Memorandum of Association, Clause 4 to be consistent with the decrease of the Company's registered capital

Resolved The meeting resolved to approve the decrease of Company's registered capital in the amount of 282,072,696 Baht from registered capital 908,156,609 Baht to new registered capital 626,083,913 Baht by reducing 282,072,696 unallocated registered ordinary shares with par value of 1.00 Baht per share, which are the shares allocated to accommodate the issuance and offering of the newly issued ordinary shares under General Mandate, and the amendment of the Company's Memorandum of Association, Clause 4 to be consistent with the decrease of the Company's registered capital, including the related authorizations, with all the details as proposed, with the following votes:

# HYDROTEK

## บริษัท ไฮโดรเท็ค จำกัด (มหาชน) HYDROTEK PUBLIC COMPANY LIMITED

Shareholders Voting	Numbers of Votes	Percent of the total vote of the shareholders	
		attending the meeting and having the right to vote	
Approve	341,524,567	100.0000	
Disapprove	0	0.0000	
Abstain	0	0.0000	
	341,524,567	100.0000	

The resolution of this agenda must be approved by a vote of not less than three-fourths of the **Remarks** total number of votes of the shareholders attending the meeting and having the right to vote

To consider and approve the increase of Company's registered capital and the amendment Agenda 3 of the Company's Memorandum of Association, Clause 4 to be consistent with the increase of the Company's registered capital

> Since the Company intends to issue and offer newly issued ordinary shares to existing shareholders in proportion to their shareholding (Rights Offering) and through a Private Placement, the Board of Directors Meeting No. 8/2024, held on 6 November 2024, resolved to propose to the Extraordinary General Meeting of Shareholders No. 1/2024 to consider and approve the increase of Company's registered capital in the amount of 1,880,484,647 Baht from registered capital 626,083,913 Baht to new registered capital 2,506,568,560 Baht by issuing 1,880,484,647 new ordinary shares with a par value of 1.00 Baht per share, as the details as appeared in the Capital Increase Report Form (F53-4) (Attachment 2) which has been sent to all shareholders together with the invitation letter, and the amendment of the Company's Memorandum of Association, Clause 4 to be consistent with the increase of the Company's registered capital, as follows:

"Clauses 4.	Registered Capital	2,506,568,560 Baht	(Two billion five hundred six million
			five hundred sixty-eight thousand five
			hundred sixty Baht)
	Divided to	2,506,568,560 shares	(Two billion five hundred six million
			five hundred sixty-eight thousand five
			hundred sixty shares)
	Share value	1.00 Baht	(One Baht)
	Consisting of		
	Ordinary share	2,506,568,560 shares	(Two billion five hundred six million
			five hundred sixty-eight thousand five
			hundred sixty shares)
	Preference Shares	- shares	(-shares)"

Chatuchak, Chatuchak, Bangkok 10900, Thailand Registration No. 0107554000097



In this regard, the Board of Directors, Chief Executive Officer or any person authorized by the Board of Directors or Chief Executive Officer shall have the authority to sign any applications or documents related to the registration of amendments to the Company's Memorandum of Association, to amend or adjust such applications or the text of such documents related to the registration of amendments to the Company's Memorandum of Association, and to submit the application for registration of amendments to the Department of Business Development, Ministry of Commerce, Including the authority to undertake any necessary actions as necessary and in connection with these matters, as deemed appropriate, and to undertake any necessary actions to comply with laws, regulations, rules, and interpretations of relevant government agencies, including any recommendations or directives from the Registrar or other officials.

#### Board of Directors' Opinion

The Board of Directors considers it appropriate to propose to the Extraordinary General Meeting of Shareholders No. 1/2024 to consider and approve the increase of Company's registered capital in the amount of 1,880,484,647 Baht from registered capital 626,083,913 Baht to new registered capital 2,506,568,560 Baht by issuing 1,880,484,647 new ordinary shares with a par value of 1.00 Baht per share, and the amendment of the Company's Memorandum of Association, Clause 4 to be consistent with the increase of the Company's registered capital, including the related authorizations as detailed above.

The Chairman then gave the meeting an opportunity to express their opinions, and ask questions related to Agenda 3

#### Inquiries or Comments

## Mrs. Keeratika Paenglart Volunteer Pitaksit from the Thai Investors Association ask question in Agenda 3

In Agenda Item 3, consider approving the increase in the Company's registered capital, referring to the statement made by the Company in the Information Memorandum on the Issuance and Offering of Additional Ordinary Shares of Hydrotek Public Company Limited, if the Company receives less money from the capital increase than expected, the plan for using the money received from the capital increase may change. I would like to ask what plans the Company has to accommodate this change.

The Chairman assigned Mr. Sukrit Jintanakosin Chief Executive Officer who answer questions. The details are summarized as follows:



If the Company receives less money from the capital increase than expected, the Company has a contingency plan in which the Company plans to borrowadditional money to invest in related businesses as planned in advance.

Thereafter, as no other shareholders raised any questions or comments to the committee, the Chairman of the Meeting asked the meeting to the increase of Company's registered capital and the amendment of the Company's Memorandum of Association, Clause 4 to be consistent with the increase of the Company's registered capital

Resolved The meeting resolved to approve the increase of Company's registered capital in the amount of 1,880,484,647 Baht from registered capital 626,083,913 Baht to new registered capital 2,506,568,560 Baht by issuing 1,880,484,647 new ordinary shares with a par value of 1.00 Baht per share, and the amendment of the Company's Memorandum of Association, Clause 4 to be consistent with the increase of the Company's registered capital, including the related authorizations, with all the details as proposed, with the following votes:

Shareholders Voting	Numbers of Votes	Percent of the total vote of the shareholders	
		attending the meeting and having the right to vote	
Approve	341,524,567	100.0000	
Disapprove	0	0.0000	
Abstain	0	0.0000	
	341,524,567	100.0000	

**Remarks** The resolution of this agenda must be approved by a vote of not less than three-fourths of the total number of votes of the shareholders attending the meeting and having the right to vote

#### Agenda 4 To consider and approve the allocation of newly issued ordinary shares of the Company

As proposed to the meeting to consider and approve the increase in registered capital in Agenda 3 as mentioned above, the Board of Directors Meeting No. 8/2024, held on 6 November 2024, resolved to propose to the Extraordinary General Meeting of Shareholders No. 1/2024 to consider and approve the allocation of newly issued ordinary shares of the Company in the amount of 1,880,484,647 shares with a par value of 1.00 Baht per share with details as follows:

1. Allocation of newly issued ordinary shares of the Company in the amount of 1,880,484,644 shares with a par value of 1.00 Baht per share to offer to the existing shareholders in proportion to their shareholding (Right Offering) at an offering price of 0.10 Baht per share and at the allocation ratio of 1 existing ordinary share to 4 new ordinary share (In the case of any fractional shares resulting from the calculation, such fractions shall be disregarded).



In addition, since the Company has accumulated losses as reflected in the balance sheet and income statements as of 31 December 2023, as well as in the balance sheet and income statements for the 2<sup>nd</sup> quarter as of 30 June 2024, the Company is able designate the offering price of newly issued ordinary shares to be lower than the par value of the Company's shares, provided that The Company shall comply with Section 52 of Public Company Limited Act which states that a public company which is at a loss but has been in operation for more than 1 year may offer sale of shares with the value being lower than as registered, subject to approval of shareholders meeting and such discount rate being clearly specified.

This issuance and offering of newly issued ordinary shares to existing shareholders of the Company will be an offering of ordinary shares in proportion to the shareholding, and the existing shareholders have the right to oversubscribe for newly issued ordinary shares in excess of their rights (oversubscription). The existing shareholders who oversubscribe in excess of their rights will be allocated the oversubscribed shares only if there are remaining shares from the allocation to the existing shareholders of the Company that are fully subscribed, accordingly.

In the allocation of newly issued ordinary shares to the existing shareholders in proportion to their shareholding (Right Offering), in the case there are shares remaining from the allocation to existing shareholders in proportion to their shareholding in the first round, the Company will allocate the remaining newly issued ordinary shares to the existing shareholders wishing to subscribe for in excess of the rights according to the proportion of shareholding at the same price as the shares allotted according to their rights (Oversubscription). The details are as follows;

- (a) In case, there are shares remaining from the allocation to offer to the existing shareholders proportionate to their shareholding (Right Offering) in the first round, more than or equal to the shares that the existing shareholders subscribe for in excess of the right according to the proportion of shareholding. The Company will allocate the remaining shares to those who subscribe in the oversubscription shares and pay all subscription fees for such oversubscription shares;
- (b) In the case that, there are shares remaining from the allocation to the existing shareholders proportionate to their shareholding (Right Offering) in the first round is less than the shares that the existing shareholders subscribe for in excess of the right according to the proportion of shareholding. The Company will allocate the remaining shares to those who subscribe the oversubscription shares according to the following steps;
  - To allocate according to the proportion of existing shareholders of each subscriber (1)of oversubscription shares by multiplying the existing shareholding proportion of each subscriber with the number of remaining shares. The result is the number of



shares that each subscriber of oversubscription shares is allocated. Any fractions resulting from the allocation shall discarded. However, the number of shares to be allocated shall not exceed the number of shares subscribed and paid for by each shareholder;

(2) In the event that there are still shares remaining after the allocation under Clause (b) (1), the allocation shall be made to each subscriber of oversubscription share and has not been fully allocated by multiplying the existing shareholding of each subscriber with the number of remaining shares. The result is the number of shares that each subscriber of oversubscription shares is allocated. Any fractions resulting from the allocation shall discarded. However, the number of shares to be allocated shall not exceed the number of shares subscribed and paid for by each shareholder. In this regard, the allocation of oversubscription shares to each subscriber of oversubscription shares shall repeat the procedures under this Clause until there are no shares left from the allocation.

In this regard, the allocation of shares to the existing shareholders of the Company who wish to subscribe the oversubscription shares, in any case, shall not make any shareholders (including persons under Section 258 of the Securities and Exchange Act B.E. 2535 (as amended) of the aforementioned shareholders) holding the Company's shares in the following manners;

- (a) In the manner that, increases to or across the trigger point for a tender offer as specified in the Notification of the Capital Market Supervisory Board TorJor. 12/2554 re: Rules, Conditions, and Procedures for the Acquisition of Securities for Business Takeovers dated 13 May 2011 (as amended) ("Notification TorJor. 12/2554") (except that such shareholder has been exempted from making a tender offer for all securities of the business as specified in the Notification TorJor. 12/2554): or
- (b) In the manner which violates the foreign share restrictions specified in the Company's Article of Association.

In case that there are any remaining newly issued ordinary shares after allocation to existing shareholders proportionate to their shareholding (Right Offering) and to those who have oversubscribed (Oversubscription), the Company will decrease its registered capital by reducing the unallocated shares. The Company is required to obtain approval for this matter from the shareholders at the upcoming shareholders' meeting.

In this regard, the Board of Directors Meeting No. 10/2024, held on 18 November 2024, resolved to approve the Company to set the record date for the determination of the list shareholders



who shall be entitled to subscribe the newly issued ordinary shares offered for sale to existing shareholders in proportion to their shareholding (Record Date) on 19 December 2024 and set the subscription period for the Company's newly issued ordinary shares for 13 – 17 January 2025 (a total of 5 business days). However, the determination of the rights to subscribe for and receive the allocation of newly issued shares remains uncertain until approved by the shareholders' meeting.

In this regard, the Board of Directors, Chief Executive Officer or any person authorized by the Board of Directors or Chief Executive Officer shall have the authority to proceed any arrangement in relation to the issuance, offering, allocation, and subscription of the newly issued ordinary shares, including but not limited to the following actions:

- (a) To determine or amend the details of the allocation of newly issued ordinary shares to existing shareholders proportionate to their shareholding (Right Offering);
- (b) To determine or amend the method of allocation of newly issued ordinary shares, such as allotment at one time in full or in multiple occasions, offering ratio, record date for determining the shareholders entitled to the allocation of newly issued shares in proportion to their shareholding (Record Date), subscription and payment date and times, the offering period, the offering price, the payment method, and other details related to allocation and offering;
- (c) To negotiate, enter into agreements, and sign relevant documents and contracts, as well as undertake all necessary actions related to the allocation of the newly issued ordinary shares;
- (d) To sign applications for permission, waiver, notice or any document related to the allocation of newly issued ordinary shares, including contacting and filing documents to government agencies or other relevant agencies, as well as registering the newly issued shares as listed securities on the Market for Alternative Investment (mai) ("SET"); and
- (e) To take any action necessary and relevant to the allocation of the newly issued ordinary shares in all respects to offer to existing shareholders proportionate to their shareholding (Right Offering) under applicable laws and regulations.

In addition, In the event that the right under warrants to purchase ordinary shares of the Company No. 2 ("HYDRO-W2") are adjusted in compliance with the Terms and Conditions regarding the rights and duties of the warrant issuer and holders of warrants to purchase ordinary shares of the Company No. 2 (HYDRO-W2) (the "Terms and Conditions") due to the issuance and offering the shares to existing shareholders in proportion to their shareholding (Right Offering) at a price lower



than 90 percent of the market price, the Company will announce the details of the rights adjustment through the Stock Exchange of Thailand's news notification system.

2. Allocation of newly issued ordinary shares of the Company in the amount of 3 shares with a par value of 1.00 Baht per share to offer to Sasitorn Khusuwannarak, the Company's employee and the Private Placement, to accommodate for the change of the par value by reverse stock split to avoid fractional shares after the change in par value, at the offering price of 1.00 baht, which is equal to the par value of the Company (before the change in par value). Such person is not considered as a connected person to the Company pursuant to the Notification of the Capital Market Supervisory Board No. TorJor. 21/2551 Re: Rules on Connected Transactions dated 31 August 2008 (and as amended) and Notification of the Board of Directors of the Stock Exchange of Thailand Re: Disclosure of Information and Other Acts of Listed Companies Concerning Connected Transactions B.E. 2546 dated 19 November 2003 (and as amended)

In this regard, the Board of Directors, Chief Executive Officer or any person authorized by the Board of Directors or Chief Executive Officer shall have the authority to proceed any arrangement in relation to the issuance, offering, allocation, and subscription of the newly issued ordinary shares, including but not limited to the following actions:

- (a) To determine or amend the details of the allocation of newly issued ordinary shares through Private Placement
- (b) To determine or amend the method of allocation of newly issued ordinary shares, such as allotment at one time in full or in multiple occasions, offering ratio, subscription and payment date and times, the offering period, the offering price, the payment method, and other details related to allocation and offering;
- (c) To negotiate, enter into agreements, and sign relevant documents and contracts, as well as undertake all necessary actions related to the allocation of the newly issued ordinary shares;
- (d) To sign applications for permission, waiver, notice or any document related to the allocation of newly issued ordinary shares, including contacting and filing documents to government agencies or other relevant agencies, as well as registering the newly issued shares as listed securities on the Market for Alternative Investment (mai) ("SET"); and
- (e) To take any action necessary and relevant to the allocation of the newly issued ordinary shares in all respects to offer through Private Placement under applicable laws and regulations.



Please consider for more details according to Information Memorandum on the Issuance and Offering the Newly Issued Ordinary Shares of the Company (Attachment 3) which has been sent to all shareholders together with the invitation letter.

#### Board of Directors' Opinion

The Board of Directors considers it appropriate to propose to the Extraordinary General Meeting of Shareholders No. 1/2024 to consider and approve the allocation of newly issued ordinary shares of the Company in the amount of 1,880,484,647 shares with a par value of 1.00 Baht per share for offering to the existing shareholders in proportion to their shareholding (Right Offering) and offering to the Private Placement to accommodate for the change of the par value by reverse stock split to avoid fractional shares after the change in par value, including the related authorizations as detailed above.

The Chairman then gave the meeting an opportunity to express their opinions, and ask questions related to Agenda 4

#### Inquiries or Comments

#### Mr. Piyapong Prasaththong is a shareholder who came in person ask question in Agenda 4

Does the company adjust the rights of HYDRO-W2 after the allocation of shares and the combination of par in agenda 5 and agenda 6.

The Chairman assigned Ms. Manunya Thitinuntawan Legal Advisor form Manunya & Associates Limited who answer questions The details are summarized as follows:

The Company has adjusted the rights according to the conditions. After the Company has completed the change in the share value and the increase in the Company's registered capital, the Company will proceed with the adjustment of the rights for HYDRO-W2 in the next step, which will be the steps as specified in the Company's rights terms.

Since there are questions from shareholders Ms. Parisa Chayawasan passed, Mrs. Wipaporn Chairatana, an independent director who is proposed to be a proxy for shareholders, I would like to ask questions in agenda item 4 as follows:

As the Company has announced the subscription period for the additional common shares offered to existing shareholders in proportion to their shareholdings after the shareholders' meeting, since the said period is close to the New Year celebrations, most shareholders will travel during this period. In order to provide shareholders with additional time to consider the Company's capital increase plan this time, as well as time to prepare appropriate funds so that the Company's capital increase is most successful, we would like to request that the Company consider setting the subscription date for the additional common



shares offered to existing shareholders in proportion to their shareholdings as late January or early February 2025.

The Chairman answered questions and summarized the details as follows:

Since this is a legal issue, according to the agenda, the Company has authorized the Board of Directors or the Chief Executive Officer or a person assigned by the Board of Directors or the Chief Executive Officer to have the authority to take any action regarding the issuance, offering, allocation and subscription of the additional common shares. Therefore, the Company is requested to examine the rules and regulations and consult with the legal advisor, Ms. Manunya Thitinuntawan.

The Chairman assigned Ms. Manunya Thitinuntawan Legal Advisor form Manunya & Associates Limited who answer additional questions. The details are summarized as follows:

Since shareholders requested to postpone the subscription date for the additional common shares offered to existing shareholders in proportion to their shareholding (Right Offering) from the original, the details of which the Company has requested approval from the Board of Directors' meeting in the shareholders' meeting today, and informed the meeting that the meeting was requested to consider granting the authority to the Board of Directors or the Chief Executive Officer to have the authority to determine or change the details related to the subscription, which will include the subscription date. Therefore, if the meeting agrees not to set the subscription date for the additional common shares as specified in the meeting invitation letter, it is of the opinion that it can be done because the details requested for approval in the meeting already assigned the Board of Directors or the Chief Executive Officer to have the authority to determine or change the matter. The resolution to approve with a vote of not less than 3/4 of the total number of votes of shareholders attending the meeting and having the right to vote may not be necessary to approve this part further.

The Chairman informed the meeting that he could postpone the subscription date for additional common shares offered to existing shareholders in proportion to their shareholding (Right Offering) by giving the authority to the Board of Directors or the Chief Executive Officer to set a new subscription date for additional common shares.

Thereafter, as no other shareholders raised any questions or comments to the committee, the Chairman of the Meeting asked the meeting to the allocation of newly issued ordinary shares of the Company

Resolved The meeting resolved to approve the allocation of newly issued ordinary shares of the Company in the amount of 1,880,484,647 shares with a par value of 1.00 Baht per share (1) for offering to the existing shareholders in proportion to their shareholding (Right Offering) in the amount of



1,880,484,644 shares, with the previously determined subscription dates of 13–17 January 2025 postponed, and authorizing the Board of Directors, Chief Executive Officer, or any person authorized by the Board of Directors or Chief Executive Officer to determine a subscription date as deemed appropriate, and (2) for offering to the Private Placement in the amount of 3 shares to accommodate for the change of the par value by reverse stock split to avoid fractional shares after the change in par value, including authorizing the Board of Directors, Chief Executive Officer, or any person authorized by the Board of Directors or Chief Executive Officer to determine a subscription and payment date and times and other matters related to the allocation of newly issued ordinary shares of the Company, with all the details as proposed, with the following votes:

Shareholders Voting	Numbers of Votes	Percent of the total vote of the shareholders	
		attending the meeting and having the right to vote	
Approve	341,524,549	99.9999	
Disapprove	0	0.0000	
Abstain	18	0.0000	
	341,524,567	100.0000	

Remarks The resolution of this agenda must be approved by a vote of not less than three-fourths of the total number of votes of the shareholders attending the meeting and having the right to vote

Agenda 5 To consider and approve the change in par value of the Company's shares by reverse stock split and the amendment of the Company's Memorandum of Association, Clause 4 to be consistent with the change in par value of the Company's shares by reverse stock split of the Company's registered capital

> the Board of Directors Meeting No. 8/2024, held on 6 November 2024, resolved to propose to the Extraordinary General Meeting of Shareholders No. 1/2024 to consider and approve the change in par value of the Company's shares by reverse stock split from the original par value of 1.00 Baht per share to a par value of 8.00 Baht per share, resulting in a decrease in the number of shares of the Company (after the increase of registered capital) held by each shareholder in the ratio 8 existing shares for 1 new share as follows:

<u>Before</u> change in the par value <sup>(1)</sup>		<u>After change in the par value</u>	
Registered capital	2,506,568,560 Baht	2,506,568,560 Baht	
Paid-up capital	2,350,605,808 Baht	2,350,605,808 Baht	
Registered shares	2,506,568,560 shares	313,321,070 shares	
Paid-up shares	2,350,605,808 shares <sup>(2)</sup>	293,825,726 shares	
Par Value	1.00 Baht	8.00 Baht	



- Remark: (1) the number of registered capital, paid-up capital, registered shares and paid-up shares mentioned above reflect the amounts after the increase in registered capital and the allocation of newly issued ordinary shares in full
  - (2)As of the date of the Board of Directors' Meeting No. 8/2024, the Company has a registered capital of 908,156,609 Baht, divided into 908,156,609 registered ordinary shares with a par value of 1.00 Baht per share, comprising: 1) 470,121,161 paid-up ordinary shares, and 2) 155,962,752 ordinary shares allocated to accommodate the exercise of warrants to purchase ordinary shares of the Company No. 2 (HYDRO-W2), which have not yet reached their expiration date; and 3) 282,072,696 shares allocated to accommodate the issuance and offering of new ordinary shares under the General Mandate. Upon receiving the approval of the Extraordinary General Meeting of Shareholders No. 1/2024, and after the Company allocates 1,880,484,647 newly issued ordinary shares to existing shareholders in

proportion to their shareholding (Rights Offering) and through private placement in full, the number of paid-up shares of the Company will increase by 1,880,484,647 shares, from 470,121,161 shares to 2,350,605,808 shares.

The calculation of the change in par value from 1.00 Baht per share to 8.00 Baht per share will affect some shareholders who have insufficient fractional existing shares to convert into new shares, such fractions resulting from the calculation will be rounded down. In calculating the change in the par value of the shares and the rounding of the shares, the Company will assign Thailand Securities Depository Co., Ltd. ("TSD"), the Company's share registrar, to carry out the calculation of the change in the par value of the shares and the rounding of the shares.

However, to preserve the rights of the shareholders affected by the rounding of such shares, shareholders may purchase or sell leftover shares (odd lot) on the SET to have a suitable amount for the calculation of the reverse stock split before the date on which the change in the par value of the Company's shares becomes effective. However, regarding shareholders who does not have sufficient existing shares to convert to new shares, which was discarded after such calculation, the Company is willing to pay compensation in cash for the leftover original shares that have been discarded at the price of 1.00 Baht per share (which is equal to the existing par value of the Company). Affected shareholders may submit a request for compensation using the following method:

- 1) Receive cash compensation for leftover shares at the Company's office, at 14th Floor, TP&T Tower 1 Soi Vibhavadee-Rangsit19, Chatuchak Bangkok 10900; or
- 2) Notifies the Company of the intention to receive compensation for leftover shares by transferring money to a bank account in writing via postal mail to the Company or electronic mail (e-mail) of the Company at company.secretary@hydrotek.co.th by attaching documents to verify the identity of the shareholders that is still valid (such as a copy of the identification card, a copy of the government official card, a copy of the state enterprise employee card, passport copy, or a copy of a company affidavit, etc.) together with a copy of the deposit account to



receive the compensated money. The name of the owner of such deposit account must be the same as the name of the shareholder. The Company shall transfer such compensation after verification of the submitted information.

In this regard, shareholders requesting cash compensation for leftover shares, either in person or by transferring money to a bank account as mentioned above, must complete their request within 1 month from the date of registration of the change in the par value of the Company's shares with the Department of Business Development, Ministry of Commerce, which is expected to be completed in January 2025. In this regard, the Company will announce the details through the Stock Exchange of Thailand's news notification system. If any shareholder does not proceed to request cash compensation within the specified period, the Company will assume that such shareholder waives the right to receive such compensation.

In this regard, the Board of Directors, Chief Executive Officer or any person authorized by the Board of Directors or Chief Executive Officer shall have the authority to take any action necessary and appropriate in relation to the change in the par value of the shares by reverse stock split in all respects, including but not limited to determination of conditions and other details for compensation for the fractional shares, notifying or asking for permission from any relevant agencies, and complying with relevant laws and/or regulations.

Moreover, resolved to propose to the Extraordinary General Meeting of Shareholders No. 1/2024 to consider and approve the amendment of the Company's Memorandum of Association, Clause 4 to be consistent with the change in par value of the Company's shares by reverse stock split, as follows:

"Clauses	Registered Capital	2,506,568,560 Baht	(Two billion five hundred six million five hundred sixty-eight thousand five hundred sixty Baht)
	Divided to	313,321,070 shares	( Three hundred thirteen million three hundred twenty-one thousand seventy shares)
	Share value Consisting of	8.00 Baht	(Eight Baht)
	Ordinary share	313,321,070 shares	( Three hundred thirteen million three hundred twenty-one thousand seventy shares)
	Preference Shares	- shares	(-shares)"

In this regard, the Board of Directors, Chief Executive Officer or any person authorized by the Board of Directors or Chief Executive Officer shall have the authority to sign any applications or documents related to the registration of amendments to the Company's Memorandum of Association, to amend



or adjust such applications or the text of such documents related to the registration of amendments to the Company's Memorandum of Association, and to submit the application for registration of amendments to the Department of Business Development, Ministry of Commerce, Including the authority to undertake any necessary actions as necessary and in connection with these matters, as deemed appropriate, and to undertake any necessary actions to comply with laws, regulations, rules, and interpretations of relevant government agencies, including any recommendations or directives from the Registrar or other officials.

In addition, in the event that the rights under HYDRO-W2 are adjusted in compliance with Terms and Conditions due to the change in the par value of the Company's shares by reverse stock split, the Company will be able to calculate the exact exercise price and exercise rate of the warrants derived from the previously adjusted exercise price and rate, which resulted from earlier rights adjustment calculation due to the issuance and offering the shares to existing shareholders in proportion to their shareholding (Right Offering) at a price lower than 90 percent of the market price, and the Company will announce the details of the right adjustment through the news notification system of the Stock Exchange of Thailand

#### Board of Directors' Opinion

The Board of Directors considers it appropriate to propose to the Extraordinary General Meeting of Shareholders No. 1/2024 to consider and approve the change in par value of the Company's shares from the original par value of 1.00 Baht per share to a par value of 8.00 Baht per share, and the amendment of the Company's Memorandum of Association, Clause 4 to be consistent with the change in par value of the Company's shares by reverse stock split of the Company's registered capital, including the related authorizations as detailed above.

The Chairman then gave the meeting an opportunity to express their opinions, and ask questions related to Agenda 5

#### Inquiries or Comments

Thereafter, as no other shareholders raised any questions or comments to the committee, the Chairman of the Meeting asked the meeting to the change in par value of the Company's shares by reverse stock split and the amendment of the Company's Memorandum of Association, Clause 4 to be consistent with the change in par value of the Company's shares by reverse stock split of the Company's registered capital

The meeting resolved to approve the change in par value of the Company's shares from the Resolved original par value of 1.00 Baht per share to a par value of 8.00 Baht per share, and the amendment of the Company's Memorandum of Association, Clause 4 to be consistent with the change in par



value of the Company's shares by reverse stock split of the Company's registered capital, including the related authorizations, with all the details as proposed, with the following votes:

Shareholders Voting	Numbers of Votes	Percent of the total vote of the shareholders
		attending the meeting and having the right to vote
Approve	341,524,567	100.0000
Disapprove	0	0.0000
Abstain	0	0.0000
	341,524,567	100.0000

341,524,567

**Remarks** The resolution of this agenda must be approved by a vote of not less than three-fourths of the total number of votes of the shareholders attending the meeting and having the right to vote

Agenda 6 To consider and approve the decrease of the registered capital and paid-up capital of the Company to compensate for the accumulated losses of the Company and the amendment of the Company's Memorandum of Association, Clause 4 to be consistent with the decrease of the registered capital

> the Board of Directors Meeting No. 8/2024, held on 6 November 2024, resolved to propose to the Extraordinary General Meeting of Shareholders No. 1/2024 to consider and approve the decrease of the registered capital of the Company in the amount of 2,349,908,025 Baht from the existing registered capital of 2,506,568,560 Baht (after the increase in registered capital) to the new registered capital of 156,660,535 Baht, and the decrease of the paid-up capital in the amount of 2,203,692,945 Bah from the existing paid-up capital of 2,350,605,808 Baht (after the allotment of newly issued ordinary shares in full) to the new paid-up capital of 146,912,863 Baht by reducing the par value of the Company's shares from the original par value of 8.00 Baht per share (after changes in par value of shares) to a par value of 0.50 Baht per share to compensate for the discount on share and accumulated losses of the Company in the amount of 2,118,240,180 Baht, with the number of ordinary shares of the Company (after the change in the par value of the Company's shares by the merger) remained the same at 313,321,070 shares. After such action, The Company will not have any accumulated losses.

> The decrease of the registered capital and paid-up capital of the Company, as mentioned above, will not affect the value of the shareholders' equity of the Company. The Company's shareholders' equity has not changed, and the intrinsic value of the Company's share remains its original value. Such capital decrease is only an accounting adjustment. Details are as follow:



	Separate Financial Statement					
(Unit: Baht)	as of 30 June 2024	After the decrease of the capital by reducing the unallocated shares	After the increase of the capital	After the reverse stock split / Before the Capital Decrease	Changes	After the Capital Decrease by reducing the par value
Par value	1.00	1.00	1.00	8.00	-7.50	0.50
Registered capital	908,156,609	626,083,913	2,506,568,560	2,506,568,560	-2,349,908,025	156,660,535
Paid-up capital	470,121,161	470,121,161	2,350,605,808	2,350,605,808	-2,203,692,945	146,912,863
Premium on share	-	-	-	-	69,397,348	69,397,348
Discount on share	-110,737,960	-110,737,960	-1,803,174,140	-1,803,174,140	1,803,174,140	-
Warrant	1,559,272	1,559,272	1,559,272	1,559,272		1,559,272
Accumulated loss	-331,121,457	-331,121,457	-331,121,457	-331,121,457	331,121,457	-
Total Shareholders' Equity	29,821,016	29,821,016	217,869,483	217,869,483	-	217,869,483

Since the Company has accumulated losses and has been carried out in accordance with Section 139 of the Public Limited Companies Act in full, the Company is able to decrease its registered capital to less than 1/4 of its total registered capital. In this case, upon approval from the shareholders' meeting of the Company, the Company will submit a notification of the resolution of the capital reduction to all creditors of the Company within 14 days from the date of the resolution of the shareholders' meeting. The period for the creditors to submit an objection for such capital reduction is within 2 months from the date of receipt of the notice of the resolution, and the Company will advertise such resolution in the newspaper within 14 days from the date of the resolution of the shareholders' meeting under Section 141 of the Public Limited Company Act.

Moreover, resolved to propose to the Extraordinary General Meeting of Shareholders No. 1/2024 to consider and approve the amendment of the Company's Memorandum of Association, Clause 4 to be consistent with the decrease of the registered capital, as follows:



"(

## บริษัท ไฮโดรเท็ค จำกัด (มหาชน) HYDROTEK PUBLIC COMPANY LIMITED

Clauses	Registered Capital	156,660,535 Baht	(One hundred fifty-six million six hundred sixty
			thousand five hundred thirty-five Baht)
	Divided to	313,321,070 shares	(Three hundred thirteen million three hundred
			twenty-one thousand seventy shares)
	Share value	0.50 Baht	(Fifty Satang)
	Consisting of		
	Ordinary share	313,321,070 shares	(Three hundred thirteen million three hundred
			twenty-one thousand seventy shares)
	Preference Shares	- shares	(-shares)"

In this regard, the Board of Directors, Chief Executive Officer or any person authorized by the Board of Directors or Chief Executive Officer shall have the authority to determine the conditions and other details related to the decrease of registered and paid-up capital by reducing the par value of shares, sign any applications or documents related to the registration of amendments to the Company's Memorandum of Association, to amend or adjust such applications or the text of such documents related to the registration of amendments to the Company's Memorandum of Association, and to submit the application for registration of amendments to the Department of Business Development, Ministry of Commerce, Including the authority to undertake any necessary actions as necessary and in connection with these matters, as deemed appropriate, and to undertake any necessary actions to comply with laws, regulations, rules, and interpretations of relevant government agencies, including any recommendations or directives from the Registrar or other officials.

#### Board of Directors' Opinion

The Board of Directors considers it appropriate to propose to the Extraordinary General Meeting of Shareholders No. 1/2024 to consider and approve the decrease of the registered capital of the Company in the amount of 2,349,908,025 Baht from the existing registered capital of 2,506,568,560 Baht (after the increase in registered capital) to the new registered capital of 156,660,535 Baht, and the decrease of the paid-up capital in the amount of 2,203,692,945 Bah from the existing paid-up capital of 2,350,605,808 Baht (after the allotment of newly issued ordinary shares in full) to the new paid-up capital of 146,912,863 Baht by reducing the par value of the Company's shares from the original par value of 8.00 Baht per share (after changes in par value of shares) to a par value of 0.50 Baht per share to compensate for the discount on share and accumulated losses of the Company, the amendment of the Company's Memorandum of Association, Clause 4 to be consistent with the decrease of the registered capital, including the related authorizations as detailed above.



The Chairman then gave the meeting an opportunity to express their opinions, and ask questions related to Agenda 6

#### Inquiries or Comments

Thereafter, as no other shareholders raised any questions or comments to the committee, the Chairman of the Meeting asked the meeting to the decrease of the registered capital and paid-up capital of the Company to compensate for the accumulated losses of the Company and the amendment of the Company's Memorandum of Association, Clause 4 to be consistent with the decrease of the registered capital

The meeting resolved to approve the decrease of the registered capital of the Company in the Resolved amount of 2,349,908,025 Baht from the existing registered capital of 2,506,568,560 Baht (after the increase in registered capital) to the new registered capital of 156,660,535 Baht, and the decrease of the paid-up capital in the amount of 2,203,692,945 Bah from the existing paid-up capital of 2,350,605,808 Baht (after the allotment of newly issued ordinary shares in full) to the new paid-up capital of 146,912,863 Baht by reducing the par value of the Company's shares from the original par value of 8.00 Baht per share (after changes in par value of shares) to a par value of 0.50 Baht per share to compensate for the discount on share and accumulated losses of the Company, the amendment of the Company's Memorandum of Association, Clause 4 to be consistent with the decrease of the registered capital, including the related authorizations, with all the details as proposed, with the following votes:

Shareholders Voting	Numbers of Votes	Percent of the total vote of the shareholders
		attending the meeting and having the right to vote
Approve	341,524,567	100.0000
Disapprove	0	0.0000
Abstain	0	0.0000
	341.524.567	100.0000

The resolution of this agenda must be approved by a vote of not less than three-fourths of the **Remarks** total number of votes of the shareholders attending the meeting and having the right to vote



#### Agenda 7 To consider other matters (if any)

This agenda is an opportunity for shareholders to propose matters other than the agenda specified in the meeting invitation letter. By proposing any other matters to be subject to the rules and procedures specified by law.

The Chairman then gave the meeting an opportunity to express their opinions, and ask questions related to Agenda 7

Mrs. Keeratika Paenglart Volunteer Pitaksit from the Thai Investors Association ask question in Agenda 7

Item 1: Refer to the report on guidelines and progress in the case of the Company's securities being marked "CB" dated August 27, 2024. Request additional explanation as to what factors support the Company's ability to manage and increase the income mentioned in all 4 points to be clearly seen in order to create confidence for shareholders.

Item 2: As the Group has lawsuits pending in the court's consideration, the Company disagrees with the court's verdict and has filed several appeals. I would like to ask if there is any progress in the lawsuits that is beneficial to the Company.

Item 3: From the response to the question in agenda item 3, if the Company receives less money from the capital increase than expected, does the Company have a backup plan by borrowing money? To what extent do you think the supporting factors are

Item 4: From the response to the question in agenda item 4, I would like to ask the Company and its legal advisor for confirmation again as to whether there are any "any" or "no" impacts in extending the subscription period for shares, and does the Company need to make any other announcements to inform shareholders of this change

The Chairman assigned Mr. Sukrit Jintanakosin Chief Executive Officer who answer questions 1-3, The details are summarized as follows:

Item 1 In the case that the Company's securities are marked with the "CB" symbol, the Company has a plan to increase the Company's income. The direction of increasing income from other businesses of the Company focuses on the Company's concession work from the government. In the case of reducing expenses, the Company is in process of adjusted the Company's additional expenses structure. It is expected that next year there will be clearer progress.



Item 2 In the case of the lawsuit, which the Company has already filed an appeal, is pending the court's consideration. There is no other progress during this period.

Item 3 The backup plan in the case The initial plan is to start with a capital increase. In the case that the amount of money received from the capital increase is less than expected, the Company has a plan to join the business with other companies (Join venture). As for the loan, it will be according to the Company's forecast.

The Chairman assigned Ms. Manunya Thitinuntawan Legal Advisor form Manunya & Associates Limited who answer the question in Item 4, The details are summarized as follows:

Item 4 In the matter of setting the subscription date for additional common shares, in the shareholders' meeting, the Board of Directors has requested approval for the meeting to assign the Board of Directors or the Chief Executive Officer to be the person with the authority to determine or change the details and conditions related to the Company's subscription for additional common shares this time. Therefore, since there are shareholders expressing their intention, the proposal is considered something that the board of directors has the authority to consider and determine the details. There will be no impact if the subscription date is postponed. As for the details in this section, the company will promptly inform the Stock Exchange of Thailand, including the date of the subscription for additional common shares.

Thereafter, no other shareholders raised any questions or comments to the committee, the Chairman of the Meeting expressed his appreciation to the shareholders for their time to attend the shareholder's meeting, and then declared the Extraordinary General Meeting of Shareholders No. 1/2024 adjourned at 12.19 p.m.

Certified true and correct of Minutes of the Extraordinary General Meeting of Shareholders No. 1/2024

-Signature-(Mr. Sukrit Jintanakosin)

Director