

Minutes of Annual General Meeting of Shareholders for 2023

of Sammakorn Public Company Limited

Thursday 20 April 2023

in the form of E-AGM

Mr. Bibit Bijaisoradat, the Chairman of the Board of Sammakorn Public Company Limited (the Company), presided over this Meeting and delivered a welcoming speech to everyone into E-AGM for 2023. As the Board of Directors is concerned with the health and safety of the shareholders and all parties of the related participants, and deemed that the E-AGM is appropriate, therefore, the Board of Directors resolved to hold E-AGM for 2023 for just a single form only according to the rules and requirements of the laws related to the E-Meeting. The Company applied the E-AGM System of QuidLab Co., Ltd. as the service provider who has been granted for the electronic meeting system certification from Electronic Transactions Development Agency as the meeting controller. The System is standardized in conformity with the conditions and methods prescribed in the Emergency Decree on Electronic Meetings B.E. 2563 (2020) and No. 2 B.E. 2564 (2021).

Nine Meeting Attending Directors

- | | | | |
|----|----------------|-------------------|---|
| 1. | Mr. Bibit | Bijaisoradat | Chairman of the Board |
| 2. | Mr. Satja | Janetumnugul | Director |
| 3. | Mr. Tawat | Ungsuprasert | Director |
| 4. | Mr. Piyabutr | Lertdumrikarn | Director (via electronic media) |
| 5. | Mr. Kittipol | Pramoj Na Ayudhya | Director (via electronic media) |
| 6. | Mr. Napon | Janetumnugul | Director / Managing Director |
| 7. | Mr. Tawatchai | Chongdarakul | Independent Director / Chairman of Audit Committee/
Chairman of Nomination and Remuneration Committee /
Chairman of Risk Management Committee |
| 8. | Mr. Anuthip | Krairiksh | Independent Director / Audit Committee Member /
Nomination and Remuneration Committee Member /
Risk Management Committee Member |
| 9. | Mrs. Koonthala | Sasasmit | Independent Director / Audit Committee Member /
Nomination and Remuneration Committee Member /
Risk Management Committee Member |

(The number of the meeting attending directors is in proportion to 100% of the total number of directors.)

Meeting Attendants

1. The top executives of the Company and the chief executive of the Accounting and Finance Function (via electronic media for some persons)
2. The auditor from EY Office Company Limited
3. The representative from the Thai Investors Association (the volunteer of the shareholder's rights protection) (via electronic media)
4. The legal consultant from Law & Equity Company Limited (via electronic media)
5. The officers from QuidLab Co., Ltd. who registered, counted votes, demonstrated voting results and reported the resolution of the Meeting

Before the commencement of the Meeting, the Company presented the video for demonstrating the procedure and method of the system usage for voting, send method of queries via message, and inquiry method in E-Meeting System proposed by QuidLab Co., Ltd.

The meeting commenced at 10.00 hrs.

Mr. Bibit Bijaisoradat, the Chairman of the Board, presided over the Meeting (the "Chairman") called to order and delivered his gratitude to the shareholders who attended the Annual General Meeting of Shareholders for 2023, and notified the Meeting for acknowledgement that at present, the Company has had the registered and paid-up capital of 641,800,446 Baht, and voting shares of 641,800,446 shares. He also reported the total number of the shareholders who attended the meeting in person for 3 shareholders and by proxy for 37 shareholders, totalling 40 shareholders representing the counted shares of 381,034,715 shares or 59.3697% of the total sold shares. The quorum was constituted according to Article 32 in the Company's Articles of Association determining that "in the Shareholders' Meeting, the shareholders and proxies by shareholders shall attend the Meeting for not less than 25 people or not less than a moiety of total number of shareholders under the requirement of total counted shares for not less than 1/3 (one-third) of total sold shares to meet a constituted quorum."

Therefore, "**the shareholders attended the meeting to meet a constituted quorum according to the Company's Articles of Association at this General Meeting of Shareholders.**" The Chairman called to order the Annual General Meeting of Shareholders for 2023, and assigned Mr. Napon Janetumnugul, the Managing Director, to carry on the meeting and stated to introduce the Company's Board of Directors, and notified that at this Meeting, the meeting attendants are the representative from Thai Investors Association, the auditor from EY Office Company Limited, the legal consultant from Law & Equity Company Limited, to perform the duty to

supervise the Shareholders' Meeting to be transparent and proper according to law and Articles of Association, and the chief executive of Accounting Function and several top executives.

Before entering into the meeting agenda, the Managing Director notified the Meeting that if the shareholder requires to inquire, he/she can type and send all queries of every agenda in advance by clicking the "Message Box" symbol at the bottom left, typing query or opinion in "Message Box", and pressing "Send" button to confirm the said message to the Company. After the brief content in each agenda is summarized for acknowledgement, the shareholders are given the opportunity to inquire about the related issues of the said agenda (in each agenda, the time to type a query is 1 minute, where countdown time displays on the presentation screen. However, queries can be typed in advance). For other non-related queries or other than the meeting agenda, the reading and clarification will be performed in Agenda 8 - To Consider Other Issues. In the case where many queries are unable to be completely replied within the deadline, the Company will consider gathering to reply and disclose in the Minutes of Meeting, or via the Company's website as appropriate accordingly.

In addition, the Managing Director notified the Meeting for acknowledgement that the Company has executed according to the policy guideline of the Stock Exchange of Thailand (SET) and the Thai Institute of Directors (IOD). The opportunity was given to the shareholders to propose the meeting agenda and the name of the properly qualified candidates who will hold the director's office. The criteria were publicized so that the shareholders were informed about the right and method of nomination of the candidates for assuming the director office to the Board of Directors in advance on the Company's website from 5 September to 30 November 2022. The result was apparent that none of the shareholders proposed the meeting agenda and nominated any candidates for consideration.

The Company publicized the documentation of this Meeting on its Website and notified the SET on 13 March 2023. The Company also informed the voting practice in each agenda based on the criteria of the SET as follows.

In voting in the Shareholders' Meeting, Article 34 in the Company's Articles of Association determines that a shareholder shall have votes equaling to the number of holding or authorized shares, whereas one share has one vote. In each meeting agenda, the shareholder is entitled to vote for only one of the three ways including agreeing, disagreeing or abstaining. If the shareholder performs disagreed and/or abstained votes, the Company shall deduct the said vote from the total votes of the shareholders who attend the meeting. In the case where any shareholder has a special interest in any issue, the said shareholder is not entitled to vote on that issue. The detail relating to voting in each agenda is clarified as follows.

Agenda 1, 3, 4, 5, and Agenda 7 shall consider the majority vote of total votes of the shareholders who attend the meeting and vote as the meeting's resolution.

Agenda 6 shall consider not less than 2/3 (two-third) votes of the total votes of the shareholders who attend the meeting as the meeting's resolution.

Agenda 2 is the agenda of notification for acknowledgement.

The Company shall use the number of shares of the latest meeting attendants at the voting time as the calculation basis. The Company deems that the attendant who has no intention to object or abstain has agreed on a resolution according to the proposed agenda without the requirement of his/her vote in the system. In addition, if no one objects or abstains, the Company shall conclude the said agenda that every shareholder has a unanimous resolution for approval as proposed. If any shareholder intends to object or abstain, the Company shall ask the said shareholder who intends to object or abstain to vote in the system. The Company will deduct the disagreed and/or abstained votes from the total votes of the shareholders who attend the meeting or vote to conclude the voting result in each agenda (in voting each agenda, the time to type query is 1 minute, where countdown time displays on the presentation screen.).

For the shareholders who vote in Proxy and deliver to the Company in advance, the Managing Director informed that the Company has already taken the said votes to be combined with voting in each agenda.

In part of the voting result report, the Company shall inform the Meeting about the voting result in each agenda. The counted voting result is the vote including the vote according to the intention of the shareholder who attends the meeting in person or by proxy.

After notification of the shareholders for acknowledgement of the voting practice, the Managing Director proposed the Meeting for considering the following meeting agenda.

Agenda 1. To Approve Minutes of the Annual General Meeting of Shareholders for 2022

The Managing Director reported the Meeting that after the Annual General Meeting of Shareholders for 2022 held on 19 April 2022, the Company has already prepared and delivered the Minutes of Meeting to the SET within the deadline required by law, with a copy of the Minutes of Meeting enclosed with the Invitation Letter for this Meeting under Attachment 1 on Page 9-22, and publicized in the Company's website from 29 April 2022 onwards. The Company verified the recording of the last Minutes of the Meeting before submission to the SET and deemed it as correct according to the Meeting's resolutions in all respects.



The Managing Director inquired the shareholders whether any shareholders intend to inquire or propose to revise the Minutes of the Annual General Meeting of Shareholders for 2022. It was apparent that none of any shareholders inquired or proposed to revise the said Minutes of Meeting. Therefore, he proposed the Meeting to consider certifying the Minutes of the Annual General Meeting of Shareholders for 2022. The approval resolution in this agenda must be passed by the Shareholders' Meeting with the majority vote of the total votes of the shareholders who attended the meeting and voted. In this agenda, the additional 1 shareholder with 1,000 shares attended the meeting, resulting in the meeting attendance of the 41 shareholders with a total of 381,035,715 shares or 59.3698% of the total sold shares of the Company.

The Meeting's Resolution

The Meeting considered and resolved with unanimous votes to certify the Minutes of the Annual General Meeting of Shareholders for 2022

on 19 April 2022 as proposed.

The resolution result for Agenda 1 was as follows.

Agreed	381,035,715	Votes	or in percentage	100.0000
Disagreed	-	Votes	or in percentage	0.0000
Abstained	-	Votes		
Voided Ballot	-	Votes		

Agenda 2. To Acknowledge the Report of the Company's Overall Operation in the Year 2022

The Managing Director reported the Company's overall operation in the year 2022 by starting from the Thai economy in 2022, GDP expanded by 2.6%, increasing from 2021 that was expanded by 1.6% and estimated export for 2022 (as at September 2022) expanded by 8.2%, expanding less than 2021 due to slow down of the world economy. The export in 2021 expanded by 19.2%, increasing from 2020 which was negative by 6.5%. For the tourism business, it has been improved. The tourists who started to enter for travelling in the country have been in higher numbers from the mid-year of 2022 due to the full opening of the country. In addition, the Monetary Policy Committee resolved to increase interest rate at the rate of 0.75%. However, household debt has still been high on a continuous basis, resulting in an increase in total household debt in Q4/2022 at 86.9% of GDP.

In part of the Company's revenues in 2022, total revenues were 2,312 million Baht, which was the highest record-breaking, mostly from sales of houses and land. However, in 2022, revenues from the food and

bakery business increased. Net profit from consolidated financial statements in 2022 was 112.60 million Baht, increasing from 2021 with a net profit of 42.15 million Baht. The Company has currently operated the main three businesses which are real estate development business, rental area business, and food and bakery business with the following detail.

1. Real Estate Development Business. For the real estate market, the overall value of residence ownership transfer in Bangkok Metropolitan Region in 2022 increased by 13.20% from 2021 where all types were increased. However, the highest increase was in single houses by 17.32%. Secondly, the increasing rate of commercial buildings was at 13.16%. The increasing rate of other types was similar around 11%. If considering the residence ownership transfer units, it was taken place in the same direction in Bangkok Metropolitan Region which increased by 16.39% as the result of commercial buildings that increased by 24.77%. Secondly, condominiums increased by 19.17% (Source: Real Estate Information Center, Government Saving House).

The Company's total projects sold in 2022 were 13 projects in the West Zone and East Zone of Bangkok Metropolitan Region as follows: **West Zone** consists of Mitti Ratchapruek-345 Project, Sammakorn Chaiyapruek-Wongwaen 2 Project, Sammakorn Avenue Chaiyapruek-Wongwaen Project, and Sammakorn Chaiyapruek-Chaeng Watthana Project; **East Zone** consists of Sammakorn Rangsit Klong 7 Project, Sammakorn Prime 7 Project, Sammakorn Avenue Ram Intra-Wongwaen Project, Sammakorn Office Park Project, Sammakorn Avenue Suvarnabhumi Project, Anapana Ladkrabang Project, Providence Lane Project, Park Heritage Project, and Barn Yard Khao Yai Project. In addition, the Managing Director presented pictures of newly opened projects in 2022 consisting of Mitti Ratchapruek-345 Project that is a 2-storey single house project at the approximate price level of 4 million Baht, Anapana Ladkrabang Project that is the 2-storey single house at the price level of 6-10 million Baht, Park Heritage Project that is high-end house at the price level of 40-90 million Baht, and Barn Yard Khao Yai Project that is first project not in Bangkok and the type of 2-storey single house to be weekend house.

After that, the Managing Director presented the comparison of the sales volume of houses and land for 3 retroactive years. The highest sales volume was 3,338 million Baht in 2022 and the secondary ones were 2,366 million Baht in 2020 and 2,098 million Baht in 2021. In part of the comparison of total ownership transfer of houses and land for 3 retroactive years, it was taken place in the same direction as sales volume. It was to say that in 2022, total ownership transfer was highest in the amount of 2,166 million Baht.



2. Rental Area Business. The Company has currently had real estate for rent in 3 places that are Sammakorn Ramkhamhaeng Market, Sammakorn Muang Ek Market, and a rental area in the East Zone (Ramkhamhaeng) with an Occupancy Rate (average in 2022) of 96.91%, 90.58%, and 74.67%, respectively.

3. Food and Bakery Business. The Company has currently had a cafe at Thong Lor, named NICO NICO, which sells brunch, the food between breakfast and lunch, and several selling points are available in department stores. In 2023, the Company will start increasingly expanding the food and bakery business.

The Managing Director gave the shareholder the opportunity to interrogate.

Mr. Pansin Huntrakul, the shareholder who attended the meeting in person via electronic media, inquired which projects a large amount of total Backlog waiting for ownership transfer, and sales volume and profit in Q4/2022 have been derived.

Mr. Napon Janetumnugul, the Managing Director, replied to the query that the Company's Backlog of around 600 million Baht, and sales volume and profit in Q4 have been derived from sales of the land under development in the approximate value of 800 million Baht.

Mr. Pansin Huntrakul, the shareholder who attended the meeting in person via electronic media, additionally inquired about the target of ownership transfer and pre-sale in 2023, the number and value of newly opened projects in 2023, and the Company's target of sales volume and business operation in 3-5 years period.

Mr. Napon Janetumnugul, the Managing Director, replied to the query that in 2023, the target of ownership transfer is around 3,000 million Baht, and there will be another three newly opened projects with an approximate value of 2,638 million Baht. In part of the Company's 3-5 years period plan, the Company has continuously developed its organization and expanded its business, and sought additional land to develop more projects, focusing as one of the Company, considered by the consumers when they desire to purchase houses.

Mr. Piyapong Prasatthong, the shareholder who attended the meeting in person via electronic media, inquired whether Sammakorn Place Project has still belonged to ALLY Trust.

Mr. Napon Janetumnugul, the Managing Director, replied to the query that it is correct. The Company sold the leasehold of all three Sammakorn Place Projects to ALLY Trust.

Mr. Prasan Kerdyu, the shareholder who attended the meeting in person via electronic media, inquired about the projects of which their sales were closed regarding the number of projects that the Company could hand over the common area, the Company's delivery process to release the burden in that part, and the Company's reserve of the expenses in this part.

Mr. Napon Janetumnugul, the Managing Director, replied to the query that the projects of which their sales were closed have been in the establishment process of the Housing Estate Juristic Person to hand over to the directors of the Juristic Person to further oversee and manage. In 2022, the Company handed over 1 project. This year, the Company has targeted to hand over 3 projects.

If none of the additional queries are raised as it is the agenda that is notified for acknowledgement, voting is unrequired. If none of any shareholders additionally interrogate, the meeting will be carried out in the next agenda.

Agenda 3. To Consider and Approve Statement of Financial Position and Statement of Comprehensive Income for the Year Ended 31 December 2022

The Managing Director proposed the Meeting to consider approving the statement of financial position, and statement of comprehensive income of the Company for the year ended 31 December 2022, which were audited and certified by the Company's auditor under unqualified opinion. The said financial statements have already been passed for the consent consideration of the Audit Committee and the Board of Directors as per the detail that appeared in Part 3 of the financial statements in the Company's One Report 56-1 (Pages 97-163). The shareholders can retrieve to view from QR Code in Attachment 2 delivered together with the Shareholders' Meeting Invitation Letter, and the Company submitted these statements of financial position and statement of comprehensive income to the SET on 21 February 2023. The materiality was summarized as follows.

In the consolidated statement of financial position as at 31 December 2022, the total current assets of the Company and its subsidiaries were 844 million Baht or 44% mainly from the development cost of projects due to an increase in the number of projects. The non-current assets decreased by 22% due to the adjustment of land waiting for development to be the development cost of real estate projects.

Total current liabilities increased by 1,019 million Baht, mainly due to adjustment of long-term loans from financial institutions within 1-year maturity and customer's reservation money and downpayment from the Backlog of the houses waiting for ownership transfer. Non-current liabilities decreased by 1,122 million Baht or 44% due to the adjustment of long-term loans from financial institutions to be long-term loans within 1-year maturity. Therefore, as at 31 December 2022, the Company has had total assets of 5,748 million Baht, total liabilities of 3,089 million Baht, and total shareholders' equity of 2,658 million Baht.

In 2022, the statement of income of the Company and its subsidiaries presented an increase in revenue from sales of around 925 million Baht due to sales of the land under development for the project in the area of



Krung Thep Kritha. In addition, revenue from sales of food and bakery increased from NICO NICO around 6.4 million Baht. The increased cost of sales and selling expenses varied based on the increased sales volume, resulting in the net profit of the Company and its subsidiaries of 112.86 million Baht in 2022.

The Managing Director gave the shareholders the opportunity to additionally interrogate the Company's statement of financial position and statement of comprehensive income for the year ended 31 December 2022.

Mr. Pansin Hantrakul, the shareholder who attended the meeting in person via electronic media, inquired about the sales of land and whether it meant that the vacant land is sold to another developer to further develop.

Mr. Napon Janetumnugul, the Managing Director, replied to the query that it is correct. The said land is under partial development by the Company. Another developer proposed to purchase the said land and a good return was gained.

The Managing Director asked the shareholders to inquire about their doubtful issues. After none of the shareholders were additionally interrogated, the Managing Director requested the Meeting to resolve for considering and approving the statement of financial position and statement of comprehensive income for the year ended 31 December 2022. The resolution in this agenda must be approved by the Shareholders' Meeting with majority votes of total votes of the shareholders who attended the meeting and voted. In this agenda, none of the additional shareholders attended the meeting, resulting in the meeting attendance of 41 shareholders for a total of 381,035,715 shares or 59.3698% of the total sold shares of the Company.

The Meeting's Resolution

The Meeting resolved with unanimous votes to approve the statement of financial position, and statement of comprehensive income for the year ended 31 December 2022 as proposed.

The resolution result for Agenda 3 was as follows.

Agreed	381,035,715	Votes	or in percentage	100.0000
Disagreed	-	Votes	or in percentage	0.0000
Abstained	-	Votes		
Voided Ballot	-	Votes		

Agenda 4. To Consider and Approve Dividend Payment for 2022



The Managing Director reported that according to the Company's dividend payment policy, the payout ratio is 60% of the net profit of the separate financial statements after the deduction of the reserve. The Company has completely established the legal reserve.

From the overall operation for 2022, the Company generated a net profit of 124,753,304 Baht and a net profit of 112,601,855 Baht under consolidated financial statements. The Board of Directors deemed it appropriate to propose the General Meeting of Shareholders for considering the approval of the dividend payout ratio for 2022 at the ratio of 0.10 Baht per share from net overall operation in the total amount of 64,180,044.60 Baht or 57.00% of net profit of consolidated financial statements or 51.45% of net profit of separate financial statements in comparison with the year 2021 or 45.30% of net profit of separate financial statements. The dividend payment for 2022 was the dividend payment, which was less than the Company's policy, due to the Company's investment plan in the future business expansion. The name list of shareholders was designated to acquire the right to receive the dividend on 28 April 2023. The dividend will be paid to the shareholders on 17 May 2023.

The Managing Director gave the shareholders the opportunity to additionally interrogate the dividend payment for 2022.

The Managing Director inquired the shareholders whether any shareholders intended to additionally inquire about this agenda. It was apparent that none of the shareholders additionally inquired. He then proposed the Meeting to resolve the approval of the dividend payment for the year for 2022 overall operation at the ratio of 0.10 Baht per share. The Company has completely established legal reserve, whereas the resolution in this agenda shall be resolved for approval by the shareholders with the majority vote of the total votes of the shareholders who attended the meeting and voted. In this agenda, none of any additional shareholders attended the meeting, resulting in the meeting attendance of the 41 shareholders with a total of 381,035,715 shares or 59.3698% of the total sold shares of the Company.

The Meeting's Resolution

The Meeting resolved with unanimous votes to approve the dividend payment for 2022 as proposed.

The resolution result for Agenda 4 was as follows.

Agreed	381,035,715	Votes	or in percentage	100.0000
Disagreed	-	Votes	or in percentage	0.0000
Abstained	-	Votes		



Agenda 5. To Consider and Approve the Appointment of the Directors in Replacement of the Retired Directors by Rotation

The Managing Director reported that under Article 16 of the Company's Articles of Association, it determines that "in every time of the Annual General Meeting, the one-third numbers of directors shall vacate the office. If the number of directors cannot be identically divided into three portions, the directors in the number which is nearest to one-third portion shall vacate the office." For complying with the Corporate Governance Code, three directors whose term is expired by rotation, and regarded as the stakeholders in this agenda shall leave the meeting room until the shareholders will complete considering this agenda.

For this agenda, the Managing Director stated to invite Mr. Bibit Bijaisoradat, the Chairman of the Board, to be the reporter.

Mr. Bibit Bijaisoradat reported that the Company has executed according to the policy guideline of the SET and IOD by giving the shareholders the opportunity to have the right to propose the meeting agenda and name of the appropriately qualified persons to hold the director office. The criteria have been publicized to the shareholders for acknowledgement of the nomination right and procedure for the persons to assume the director office to the Board of Directors in advance on the Company's website from 5 September to 30 November 2022 for the consideration of the Nomination and Remuneration Committee on considering screening and selecting the persons proposed by the shareholders. The result was apparent that none of the shareholders nominated anyone for consideration.

This year, there have been three directors who must retire by rotation as follows.

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|------------------|---------------|----------------------|
| 1. Mr. Tawatchai | Chongdarakul | Independent Director |
| 2. Mr. Piyabutr | Lertdumrikarn | Director |
| 3. Mr. Napon | Janetumnugul | Director |

He informed the Shareholders' Meeting that the Company completely selected the persons based on the composition of the Board of Directors, consisting of qualifications, experience and expertise useful for the Company's operation, according to the nomination process. The nominated person shall be qualified without legally prohibited characteristics under the Public Limited Companies Law, and the Notifications of the Securities and Exchange Commission and the Stock Exchange. The Board of Directors considered the appropriateness of each director

In addition, the consent was resolved. Therefore, the Shareholders' Meeting was proposed to consider appointing three directors who retired by rotation, namely Mr. Tawatchai Chongdarakul, Mr. Piyabutr Lertdumrikarn, and Mr. Napon Janetumnugul, to resume the director office as it was deemed that all of those three directors are the complete qualified persons according to the Company's requirement. In this agenda, the director with interest in this matter abstained. The detail and qualifications of the directors who are proposed to resume under Attachment 3 in the Annual General Meeting of Shareholders Invitation Letter delivered to all shareholders.

The Managing Director gave the shareholders the opportunity to additionally interrogate the appointment of the directors in replacement of the directors who retired by rotation.

The Chairman of the Board inquired the shareholders whether any shareholders intended to additionally inquire about this agenda. It was apparent that none of the shareholders additionally inquired. He then proposed the Meeting to resolve and consider approving the appointment of three directors who must retire by rotation, to resume the office for another term. In voting on this agenda, this agenda shall be individually voted by the shareholders and resolved under the requirement of the approval of the Shareholders' Meeting with the majority vote of total votes of the shareholders who attended the meeting and voted. In this agenda, none of the additional shareholders attended the meeting, resulting in the meeting attendance of the 41 shareholders with a total of 381,035,715 shares or 59.3698% of the total sold shares of the Company.

The Meeting's Resolution

The Meeting resolved to approve the appointment of all three directors whose terms were due for retirement by rotation, namely Mr. Tawatchai Chongdarakul, Mr. Piyabutr Lertdumrikarn, and Mr. Napon Janetumnugul, to resume the director office for another term.

The resolution result for Agenda 5 was on an individual basis. The Shareholders' Meeting resolved to approve with the majority vote of the total votes of the shareholders who attended the meeting and voted as follows.

1. Mr. Tawatchai Chongdarakul

Agreed	381,035,715	Votes	or in percentage	100.0000
Disagreed	-	Votes	or in percentage	0.0000
Abstained	-	Votes		
Voided Ballot	-	Votes		

2. Mr. Piyabutr Lertdumrikarn

Agreed	381,035,715	Votes	or in percentage	100.0000
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Disagreed	-	Votes	or in percentage	0.0000
Abstained	-	Votes		
Voided Ballot	-	Votes		

3. Mr. Napon Janetumnugul

Agreed	381,035,715	Votes	or in percentage	100.0000
Disagreed	-	Votes	or in percentage	0.0000
Abstained	-	Votes		
Voided Ballot	-	Votes		

Therefore, the Company has had nine directors as per the following name list.

1. Mr. Bibit Bijaisoradat Chairman of the Board / Executive Director
2. Mr. Tawatchai Chongdarakul Independent Director / Chairman of Audit Committee / Chairman of Nomination and Remuneration Committee / Chairman of Risk Management Committee
3. Mr. Anuthip Krairiksh Independent Director / Audit Committee Member / Risk Management Committee Member / Nomination and Remuneration Committee Member
4. Mrs. Koonthala Sasasmit Independent Director / Audit Committee Member / Risk Management Committee Member / Nomination and Remuneration Committee Member
5. Mr. Satja Janetumnugul Director / Executive Director
6. Mr. Tawat Ungsuprasert Director / Chief Executive Officer
7. Mr. Kittipol Pramoj Na Ayudhya Director / Executive Director
8. Mr. Piyabutr Lertdumrikarn Director / Executive Director
9. Mr. Napon Janetumnugul Managing Director

The name list and the number of the authorized signatory directors who bind with the Company, are Mr. Bibit Bijaisoradat, Mr. Tawat Ungsuprasert, Mr. Satja Janetumnugul, Mr. Kittipol Pramoj Na Ayudhya, and Mr. Napon Janetumnugul. Two of the five directors shall countersign and affix the Company's seal.

Agenda 6. To Consider and Approve the Remuneration of the Board of Directors and Subcommittees for 2023

The Managing Director stated to invite Mr. Tawatchai Chongdarakul, the Chairman of the Nomination and Remuneration Committee, to be the reporter. Mr. Tawatchai Chongdarakul stated to report that the Board of Directors thoroughly considered according to the opinion of the Nomination and Remuneration Committee on the scope of duties and responsibilities of the Board of Directors and Subcommittees under the detail in Section of Corporate Governance in Annual Report. In addition, the overview of the economic situation was also considered in comparison with the remuneration of the Board of Directors both in the same type of business and other businesses with similar size. He, therefore, deemed as proper to propose the shareholders to determine the remuneration of the Board of Directors and Subcommittees for 2023 to be equal to 2022 on Page 5 of the Meeting Invitation Letter. The special remuneration for the 2022 overall operation was paid to 8 directors (except the Managing Director) for 160,000 Baht per person, without any additional benefits. For the special remuneration for the 2021 overall operation, the special remuneration was suspended, without any additional benefits. The special remuneration to the directors shall be paid according the Company's policy that is varied based on the dividend paid to the shareholders.

Therefore, the Meeting was requested to consider approving the following remuneration of the Board of Directors and Subcommittees, and the directors with interest abstained from this agenda.

Remuneration of the Board of Directors

Chairman of the Board	402,000 Baht per year or 33,500 Baht per month
Director	300,000 Baht per year or 25,000 Baht per month

Remuneration of the Audit Committee

Chairman of the Committee	312,000 Baht per year or 26,000 Baht per month
Committee Member	288,000 Baht per year or 24,000 Baht per month

Remuneration of the Executive Committee

Chairman of the Committee	756,000 Baht per year or 63,000 Baht per month
Committee Member	756,000 Baht per year or 63,000 Baht per month

Remuneration that is the meeting allowance of the Risk Management Committee and the Nomination and Remuneration Committee

Chairman of the Committee	26,000 Baht per meeting
Committee Member	24,000 Baht per meeting

In addition, the special remuneration for the 2022 overall operation was paid to 8 directors (except Managing Director) for 160,000 Baht per person, without any other interests.

The Managing Director inquired the shareholders whether any shareholders intended to additionally inquire about this agenda.

After none of any shareholders additionally inquired, the Managing Director requested the Shareholders' Meeting to consider approving the remuneration of the Board of Directors and the Subcommittees. The directors with interest abstained from this agenda. The resolution in this agenda required the approval resolution from the Shareholders' Meeting with not less than 2/3 (two-third) of the total votes of the shareholders with voting rights who attended the meeting. In this agenda, none of the additional shareholders attended the meeting, resulting in the meeting attendance of the 41 shareholders with a total of 381,035,715 shares or 59.3698% of the total sold shares of the Company.

The Meeting's Resolution

The Meeting resolved with the majority vote of not less than two-third of the total votes of the shareholders with voting rights who attended the meeting, to approve the remuneration rate of the directors and the members of the Subcommittees for 2023 as proposed.

Resolution result for Agenda 6 was as follows.

Agreed	381,035,715	Votes	or in percentage	100.0000
Disagreed	-	Votes	or in percentage	0.0000
Abstained	-	Votes	or in percentage	0.0000
Voided Ballot	-	Votes		

Agenda 7. To Consider and Approve the Appointment of Auditor and Determination of Audit Fee for 2023

The Managing Director stated to invite Mr. Tawatchai Chongdarakul, the Chairman of the Audit Committee, to be the reporter.

Mr. Tawatchai Chongdarakul reported that the Board of Directors under consent from the Audit Committee proposed the Meeting to consider appointing the auditor from EY Office Company Limited to be the Company's auditor as per the following name list of the auditors.

1. Mrs.Chonlaros Suntiasvaraporn Certified Public Accountant No. 4523; and/or
2. Mr.Kittiphun Kiatsomphob Certified Public Accountant No. 8050; and/or
3. Mr.Pornanan Kitjanawanchai Certified Public Accountant No. 7792

Any one of the auditors shall audit and express opinions toward the Company's financial statements. In the case where the auditors in the aforesaid name list cannot perform their duties, EY Office Company Limited shall replace them with other certified public accountants to perform their duties instead.

The number of years being the Company's auditor No. 1 was for the zero year, No. 2 was for the zero year, and No. 3 was for the zero year.

Auditing remuneration has been determined as follows.

Item	2023 (Baht) (Proposed Year)	2022 (Baht)
Audit Fee of the Company (SAMCO)	1,250,000	950,000
Audit Fee of the Subsidiaries	878,000	697,000
Total	2,128,000	1,647,000
Increase from previous year (Baht)	481,000	130,000
Increasing Rate in %	29.20%	8.57%

The audit fee of the subsidiaries increased due to an increase in the number of subsidiaries from last year, and the subsidiaries that have used the certified public accountant from another firm because of the appropriateness of the business size. The Board of Directors shall supervise and monitor the timely preparation of the consolidated financial statements in the specified period. Non-audit fees in 2022 amounted to 41,406 Baht and in 2023, the expenses are on an actual basis.

The Managing Director inquired the shareholders whether any shareholders intended to additionally inquire about this agenda.

Mr. Pansin Huntrakul, the shareholder who attended the meeting in person via electronic media, inquired about the higher audit fee.

Mr. Tawatchai Chongdarakul, the Chairman of the Audit Committee, replied to the query that as the Company has set up more subsidiaries, the operating transactions have increased and in part of the increase in audit fee, it was due to the non-increase of audit fee by EY Office Company Limited for 2 years that were in 2021 and 2022, therefore, it requested to increase in 2023. In addition, the increased transactions were at a suitable rate.

After none of the shareholders additionally inquired, the Managing Director requested the Shareholders' Meeting to consider approving the appointment of the auditor from EY Office Company Limited and the audit fee for 2023. The resolution in this agenda required the approval from the Shareholders' Meeting

with the majority vote of total votes of the shareholders who attended the meeting and voted. In this agenda, none of the additional shareholders attended the meeting, resulting in the meeting attendance of the 41 shareholders with a total of 381,035,715 shares or 59.3698% of the total sold shares of the Company.

The Meeting's Resolution

The Meeting resolved with unanimous votes to approve the appointment of the Company's auditor and determine the audit fee for 2023 as proposed.

Resolution result for Agenda 7 was as follows.

Agreed	381,035,715	Votes	or in percentage	100.000
Disagreed	-	Votes	or in percentage	0.0000
Abstained	-	Votes		
Voided Ballot	-	Votes		

Agenda 8 To Consider Other Issues

The Managing Director gave the shareholders the opportunity to interrogate.

Mr. Pansin Huntrakul, the shareholder who attended the meeting in person via electronic media, inquired about the improvement plan of the Company and the amount of profit balance if deducting profit from sales of land according to low ROA and Margin of the Company due to not much-existing revenue and many of the Company's land waiting for development; and also inquired about the approximate percentage of revenues in 2022 which was generated from the Luxury Projects.

Mr. Napon Janetumnugul, the Managing Director, replied to the queries that the old projects of the Company were sold at moderately low Gross Margin. However, the newly opened projects can be sold at a higher Gross Margin at the same level as the real estate business in the market. In the future, when new projects are additionally opened, it will cause a higher Gross Margin for the Company. In part of much land waiting for development, since the Company has currently been in the development process for several projects, and if the profit from sales of land is deducted, the Company will get a loss because the Company has already established the reserve for public utility repair expense. In 2022, revenue from the Luxury Project was estimated around 20% of the total ownership transfer.

Mr. Pansin Huntrakul, the shareholder who attended the meeting in person via electronic media, additionally inquired whether the Company will plan to join Opportunity Day Event and whether the Company will plan to develop the high-rise projects.

Mr. Napon Janetumnugul, the Managing Director, replied to the query that the Company has not yet planned to join Opportunity Day Event since the Company has not yet planned to increase its capital. However, in the 5-year business plan, the Company has still needed to increase its capital, possibly in the next year. In part of the development of high-rise projects, the Company has established a development plan. In the past 2 years period, the Company has diversified to a segment that the Company has never developed, which is Luxury, as one of the policies the Company desires the working flexibility of the team. In the Company's opinion, the real estate market is very big. The yearly growth of the product will be different. Therefore, the Company must develop high-rise projects in the future.

After none of the shareholders inquired and proposed any other issue for consideration, the Managing Director stated to deliver gratitude to the shareholders who devoted time to attend the meeting and proposed useful opinions.

The Meeting was adjourned at 11.20 hrs.



Signed..... *Bibit Bijaisoradat* Chairman of the Meeting
(Mr. Bibit Bijaisoradat)
Chairman of the Meeting

Signed..... *Supanee Tanchairinakorn* Secretary of the Meeting
(Mrs. Supanee Tanchairinakorn)
Company Secretary