

## Minutes of the 2025 Annual General Meeting of Shareholders Pro Inside Public Company Limited

**Date and Time:** April 23, 2025 at 2:00 p.m.

**Meeting Venue:** Via electronic media in accordance with the Emergency Decree on Electronic Meetings B.E. 2563 (2020) and other relevant regulations. By broadcasting at No. 55, A.A. Capital Building, Ratchada, Ratchadaphisek Road, Din Daeng Subdistrict, Din Daeng District, Bangkok, with details of the meeting participants as follows:

### **Directors who attended the meeting**

- |   |                                |   |
|---|--------------------------------|---|
| 1 | Mr. Wisudhi Srisuphan          | Chairman of the Board of Directors / Chairman of Nomination and Remuneration Committee / Independent Director   |
| 2 | Mr. Tim Tak Timothy Wong       | Independent Director / Chairman of Audit Committee / Chairman of Risk Management Committee  |
| 3 | Mr. Bodin Apisaksirikul        | Independent Director / Audit Committee  |
| 4 | Mr. Viravit Chartvivatpornchai | Independent Director / Audit Committee / Chairman of Corporate Governance Committee   |
| 5 | Mr. Voravith Vongsrirungruang  | Independent Director / Corporate Governance Committee   |
| 6 | Miss Kannika Phaewatthanalert  | Director / Risk Management Committee  |
| 7 | Miss Benyapa Chalermwat        | Director / Chairman of the Executive Committee / Nomination and Remuneration Committee / Risk Management Committee / Corporate Governance Committee / Chief Executive Officer |
| 8 | Mr. Nawat Tunhikorn            | Director / Executive Committee / Nomination and Remuneration Committee / Risk Management Committee / SVP – Finance and Accounting   |

### **Other Attendees**

- |    |                               |   |
|----|-------------------------------|---|
| 1. | Mr. Kongkoch Yongsavasdikul   | Legal Advisor from TTT & Partners Co., Ltd.               |
| 2. | Miss Nuntika Limviriyalers    | Auditor from Pricewaterhouse Coopers ABAS Co., Ltd.       |
| 3. | Miss Suphaluk Phupha          | Auditor from Pricewaterhouse Coopers ABAS Co., Ltd.       |
| 4. | Miss Janejira Lekvichittada   | Financial Advisor from Siam Alpha Capital Company Limited |
| 5. | Miss Vilasinee Tangnamprasert | Corporate Secretary                                       |

### **The meeting commenced at 2.00 p.m.**

**Miss Vilasinee Tangnamprasert** (Corporate Secretary), a moderator of the meeting introduced the Board of Directors and explained that the Board of Directors consisted of 8 directors and 8 of them attended the meeting, representing 100.00 percent of the total number of directors attending the meeting. The company has invited

auditors Ms. Nuntika Limviriyalers and Ms. Supalak Phupha from Pricewaterhouse Coopers ABAS Co., Ltd. and legal advisor Mr. Kongkoch Yongsavasdikul, Legal Advisor from TTT & Partners Co., Ltd. to oversee the shareholders' meeting to be transparent and in accordance with the law and regulations and to be a witness in the vote counting for this meeting.

After that, a moderator informed the Meeting that from 540,000,000 shares of the Company's total shares, there were 12 shareholders attending the Meeting in person and 33 shareholders attending the Meeting by proxy, totaling 45 shareholders, equivalent to 418,795,403 shares, representing 77.55 percent of the total sold shares of the Company, which constitutes a quorum in accordance with the Company's Articles of Association.

Then the corporate secretary explained the discussion and voting method for the Meeting as follows:

Discussion method

- In the discussion, if anyone wishes to speak at the meeting, the Company has the following channels to contact:
  1. If shareholder wish to inquire by typing a message, shareholders should go to the Q&A menu of the Zoom program to type a message and press the enter key to send the message to the system.
  2. If shareholder wish to inquire by conversation, shareholders should go to the participant menu below and press the raise hand button, when the Company's representative call your name, the staff will turn on your microphone to ask questions. Shareholders must press the unmute button and turn on the microphone on your device, in the event that the shareholder cannot speak through the microphone (within 1 minute), please type your questions via Q&A instead so that the moderators can read the questions to the meeting instead.
- In each discussion, either through text typing or through conversation asking, shareholders should inform your name and surnames and specify whether you are coming in person or as a proxy before starting to ask questions every time for the benefit of taking minutes of the meeting accurately and completely
- The Company gives the opportunities for shareholders to submit questions in each agenda, in the event that no shareholder inquires within 1 minute the company will continue the meeting and if shareholders have additional questions, can be typed in via Q&A and the moderator will read your questions later.

Voting method

- Each shareholder is entitled to vote equal to the number of shares held, whereby one share shall be equal to one vote. As for a shareholder attending the Meeting in person or a proxy holding Proxy Form A and B shall cast only one of their votes, whether to vote approval, disapproval or abstention. The votes on each agenda item cannot be divided.

- The foreign investors' proxies who have been appointed as the depositary custodians in Thailand and stockholders who use Proxy Form C can divide votes in each agenda.
- Due to this meeting is via electronic media. Therefore, the ballots were not printed for the attendees to vote. Therefore, the shareholders are requested to proceed as follows:
  1. Shareholder should go to the E-Voting tab to vote in each agenda within 1 minute.
  2. When shareholder click to vote, the system will pop-up again and asking if vote confirmation, let shareholders press "Agree" to confirm voting.
  3. In the event that the shareholder wishes to change the vote, shareholder can be done by pressing the new score again.
  4. If the agenda has already been closed for voting, shareholders will not be able to vote or change the vote.
- For shareholders who attending the meeting via mobile device or tablet, please switch from Zoom program back to Chrome program to vote at the E-Voting menu and please return to the E-Meeting window (Zoom program) to continue watching the video and audio of the meeting.
- The system will collect points by counting the total votes from those who voted through the E-Voting system and those who voted in advance via proxy

After that, Miss Vilasinee Tangnamprasert (Corporate Secretary) invited the Chairman to open the meeting and introduced the meeting agenda in the order stated in the invitation letter for the 2025 Annual General Meeting of Shareholders.

#### **Agenda 1 Chairman of the Board of Directors reports to the shareholders**

The Chairman expressed appreciation to the Board of Directors, shareholders, and all stakeholders for attending the meeting. The Chairman informed the meeting that over the past year, Pro Inside Public Company Limited has had the opportunity to undertake several significant projects, reflecting the confidence and recognition of the Company's capabilities. Despite the challenging economic environment, the Company remains committed to conducting its business with prudence, transparency, and social responsibility, adhering to the principles of good corporate governance and ESG guidelines to ensure stable and sustainable long-term growth. The Chairman also extended gratitude to all shareholders and stakeholders for their continued support.

#### **Resolution**

The meeting acknowledged as presented.

**Agenda 2** To consider and certify the Minutes of Extraordinary General Meeting of shareholders No. 2/2024, which was held on 4 December 2024

The Chairman presented to the meeting that the minutes of the Extraordinary General Meeting of Shareholders No. 2/2024, held on 4 December 2024, had been accurately recorded. A copy of the minutes had been distributed to shareholders together with the notice of this meeting, as shown in Enclosure 1.

The Board of Directors deemed that the Minutes of Extraordinary General Meeting of shareholders No. 2/2024, held on December 4, 2024 was correctly recorded according to the meeting's resolution. It is considered appropriate for the meeting of shareholders to certify

The Chairman allowed shareholders to raise questions or give comments relevant to this agenda. As there was no question or comment from shareholders, the Chairman, therefore, asked the Meeting to resolve this matter.

**Resolution**

The Meeting has certified the Minutes of Extraordinary General Meeting of shareholders No. 2/2024, held on December 4, 2024, as per proposed details in all respect, with the votes as follows:

Shareholders' voting results	votes (1 share = 1 vote)	percent of all votes of the shareholders present at the Meeting and entitled to vote
For	418,795,403	100.00
Against	0	0.00
Abstention	0	-
	<b>418,795,403</b>	<b>100.00</b>

**Remarks:** The resolution on this agenda item shall be passed by the majority vote of the shareholders who attend the Meeting and cast their votes, exclusive of the abstention as the basis of the vote counting.

**Agenda 3** To consider and acknowledge the 2024 operation results of the Company

The Chairman assigned Miss Benyapa Chalermwat (CEO) to present report on the Company's operating results for the year 2024, the details are as shown in the 56-1 One Report 2024 that has been delivered to the shareholders together with meeting invitation letter which appear in the Enclosure 2, summarizing the Company's operating results to the meeting as follows:

In 2024, the Company achieved significant growth in its operations, with a total project contract value of THB 1,359 million and total revenue of THB 1,472 million, representing a 37% increase from the previous year.

**Revenue breakdown by category is as follows:**

1. Revenue from system integration: THB 928.51 million
2. Revenue from services: THB 533.64 million
3. Revenue from product sales: THB 8.35 million

More than 95% of the total revenue was generated from projects related to government agencies and state enterprises, reflecting the Company's expertise and the trust placed in it by public sector clients.

**The Company's projects can be categorized into three main types:**

1. Physical security solutions
2. Integrated ICT application solutions
3. System Maintenance Service

As of 31 December 2024, the Company's project backlog stood at THB 1,959 million.

**Strategic Partnership with Leading Technology Providers**

The Company was selected as an official partner of SAP, granting it the right to sell licenses and implement SAP-related projects for government agencies. A dedicated team has been established for SAP ERP (Enterprise Resource Planning) implementation, enabling the Company to participate in large-scale project bidding in Q4 of the year. Key projects include:

1. Project of the maintenance services for Core Business Software and integration of related systems Project with the Provincial Electricity Authority with the Company's portion valued at THB 692 million (contract signed on 9 January 2025).
2. Project of the Thailand Central Healthcare Cloud System Project with National Telecom Public Company Limited. with the Company's portion valued at THB 486 million (contract signed on 13 February 2025).
3. for the engagement, procurement, development, installation, and maintenance of the Enterprise Resource Planning (ERP) system for the Provincial Electricity Authority (PEA) a total value of THB 2,938 million (winner announced on 3 March 2025; contract signing is in progress).

In addition, the Company has expanded its collaboration with leading global technology partners and has received various certifications and awards, such as:

- Oracle Partner Network
- Fortinet Expert Partner, the highest level under the Fortinet Engage Partner Program
- VMware APJ Largest Deal Award at the Broadcom Partner Awards 2024
- Multiple awards from Huawei in various categories, such as:
  - Partner Sales Elite
  - Partner Pre-Sales Elite
  - Partner Post-Sales Elite
  - Partner Ambassador of Huawei
  - Best Practice Industry Partner Award

The Board of Directors deemed it appropriate to propose that the Shareholders' Meeting consider and acknowledge the Company's operation results for the year 2024.

The Chairman allowed shareholders to raise questions or give comments relevant to this agenda. As there was no question or comment from shareholders, the Chairman, therefore, asked the Meeting to acknowledge this matter.

Miss Vilasinee Tangnamprasert (Corporate Secretary) informed the meeting that this Agenda is for information to Shareholders, there will be no voting.

## Resolution

The meeting acknowledged the Company's operating results for the year 2024 as presented.

### Agenda 4 To consider and approve the Company's financial statements for year 2024, ended 31 December 2024

The Chairman assigned Mr. Nawat Tunhikorn (SVP – Finance and Accounting) to present this agenda to the meeting. Therefore, proposed to the meeting that

The Company's financial statements, ended on December 31, 2024, which have approved by the Audit Committee and audited by the auditor which appears on the Company's financial statement, ended on December 31, 2024. These were delivered to shareholders with the invitation details of which appear in the Enclosure 2. A summary is as follows:

#### 1. Operating Results

- In 2024, the Company generated revenue from its core business operations totaling THB 1,471 million, representing a 37% increase compared to 2023. This growth was driven by the successful bidding and delivery of new projects within the year.
- Gross profit amounted to THB 322 million, representing a 29% increase from 2023. However, the gross profit margin declined by 3%, primarily due to the project mix in 2024. While some of the projects had relatively lower gross margins, they were large in scale and strategically important to the Company.
- Selling, General and Administrative Expenses (SG&A) totaled THB 165 million, an increase of 35% compared to 2023. Nevertheless, the SG&A-to-revenue ratio remained at 11%, the same level as the previous year. The increase in SG&A was mainly attributable to expenses such as for IPO readiness, employee-related costs, and technology-focused site visits to support future business expansion.
- The Company reported a net profit margin of 7% in 2024, down from 10% in 2023, with total net profit amounting to THB 103 million.

#### 2. Balance Sheet

- The Company's total assets amounted to THB 1,754 million, an increase of THB 614 million from the end of 2023. Key changes include:
  1. An increase of THB 405 million in contract assets, resulting from the recognition of unbilled revenue (not yet due for invoicing), in line with the increase in revenue for the year.

2. An increase of THB 245 million in current assets, mainly due to advance payments for equipment and software in preparation for upcoming projects.
  3. An increase of THB 56 million in pledged deposits, due to participation in additional project bids which required higher levels of guarantees with financial institutions.
- The Company's total liabilities stood at THB 1,426 million, an increase of THB 650 million from the end of 2023. The main contributing factors were an increase in trade payables related to equipment purchases for ongoing projects (awaiting payment according to terms), and an increase in short-term borrowings from financial institutions to support project expansion.
  - Shareholders' equity amounted to THB 328 million, a decrease of THB 36 million from the end of 2023, mainly due to the payment of interim dividends.

### 3. Cash Flow Statement

The Company reported cash and cash equivalents at the end of the year amounting to THB 138 million, an increase of THB 60 million (YoY), with key movements as follows:

- Net cash from operating activities increased by THB 8 million, driven by normal business operations.
- Net cash used in investing activities totaled THB 69 million, primarily for increased project-related guarantee deposits, in line with the growing number of projects.
- Net cash from financing activities increased by THB 121 million, mainly from short-term borrowings to support project execution.

Combined with beginning cash and cash equivalents of THB 78 million, the Company ended the year with cash and cash equivalents of THB 138 million.

Mr. Tim Tak Timothy Wong (Chairman of the Audit Committee) informed the meeting that The Company's financial statements have been audited by the auditor and have expressed their opinion that the financial statements are true and correct in all material respects in accordance with the financial reporting standards, without any conditions for giving such opinion and approved by the Audit Committee.

The Board of Directors deemed it appropriate to propose that the Shareholders' Meeting consider and approve the aforementioned financial statement.

The Chairman allowed shareholders to raise questions or give comments relevant to this agenda. As there was no question or comment from shareholders, the Chairman, therefore, asked the Meeting to resolve this matter.

### Resolution

The Meeting has approved the Company's financial statements for the year 2024, ended December 31, 2024, which have been reviewed by the Audit Committee and audited by the auditor, as per proposed details in all respect, with the votes as follows:

Shareholders' voting results	votes (1 share = 1 vote)	percent of all votes of the shareholders present at the Meeting and entitled to vote
For	418,795,403	100.00
Against	0	0.00
Abstention	0	-
	<b>418,795,403</b>	<b>100.00</b>

**Remarks:** The resolution on this agenda item shall be passed by the majority vote of the shareholders who attend the Meeting and cast their votes, exclusive of the abstention as the basis of the vote counting.

**Agenda 5 To consider and approve the omission of the allocation of net profit to the legal reserve and the omission of the dividend payment for the operating results for the year 2024**

The Chairman assigned Miss Vilasinee Tangnamprasert (Corporate Secretary) to present this agenda to the meeting. Therefore, proposed to the meeting that in accordance with the Public Limited Companies Act B.E. 2535, the Company is required to allocate at least five (5) percent of its annual net profit deducted by any accumulated losses carried forward to a reserved fund, until the reserved fund reaches at least ten (10) percent of the registered capital. As of December 31, 2024, the Company had a registered capital of THB 270,000,000 and a legal reserve of THB 27,000,000, representing 10% of the registered capital, in full compliance with the requirement under the Public Limited Companies Act. Therefore, the Company is not required to further allocate additional profit as a legal reserve for this period.

In addition, the Company has a dividend payment policy to shareholders at no less than 40 percent of the net profit after income tax deduction, and reservation deduction according to the law. However, the dividend payment may be subjected to change. Regarding the dividend payment for the performance of the year 2024, the Company intends to reserve funds for the projects planned for the upcoming business activities in 2024. As interim dividends have already been paid twice in 2024, and in order to strengthen the financial liquidity and business stability, as well as to support future investment and expansion plans, it is deemed appropriate to propose the consideration of approval to omit the dividend payment for the fiscal year 2024.

The Board of Directors deemed it appropriate to propose that the Shareholders' Meeting consider and approve the omission of the allocation of net profit to the legal reserve and the omission of the dividend payment for the operating results for the year 2024.

The Chairman allowed shareholders to raise questions or give comments relevant to this agenda. As there was no question or comment from shareholders, the Chairman, therefore, asked the Meeting to resolve this matter.



## Resolution

The Meeting has approved the omission of the allocation of net profit to the legal reserve , as the Company has already fully allocated the legal reserve as required by law.and the omission of the dividend payment for the operating results for the year 2024, as per proposed details in all respect, with the votes as follows:

Shareholders' voting results	votes (1 share = 1 vote)	percent of all votes of the shareholders present at the Meeting and entitled to vote
For	418,795,403	100.00
Against	0	0.00
Abstention	0	-
	<b>418,795,403</b>	<b>100.00</b>

**Remarks:** The resolution on this agenda item shall be passed by the majority vote of the shareholders who attend the Meeting and cast their votes, exclusive of the abstention as the basis of the vote counting.

### **Agenda 6** To consider and approve the appointment of directors in place of those who are due to retire by rotation for the year 2025

**The Chairman** invited the three directors whose terms had expired and who had been nominated for reappointment to leave the meeting room during the voting on this agenda item, in order to comply with good corporate governance principles. The directors—1. Mr. Bodin Apisaksirikul, 2. Mr. Viravit Chartvivatpornchai, and 3. Miss Kannika Phaewatthanaalert—were excused from the meeting until the voting on this matter was concluded.

The **Chairman** assigned **Miss Vilasinee Tangnamprasert** (Corporate Secretary) to present this agenda to the meeting. Therefore, proposed to the meeting that According to the Public Limited Companies Act B.E. 2535 and Article 17 of the company's regulations, at every annual general meeting, one-third (1/3) of the Board of Directors shall retire. If directors number is not dividable by three portion, then directors will be retired amount closest to one-third. The directors who retire by rotation in the first and second year after becoming a public company shall be drawn by lots. After that, the directors who have been in position the longest shall retire first.

For the year 2025, which marks the second year following the company's conversion, the Company currently has a total of eight (8) directors. Accordingly, three (3) directors are required to retire by rotation. As five (5) directors have held their positions for an equal length of time, a drawing of lots was conducted to determine which directors would retire by rotation. This drawing took place during the Nomination and Remuneration Committee Meeting on 25 February 2025. The following three directors were selected to retire by rotation as follows:

- |                                   |                      |
|-----------------------------------|----------------------|
| 1. Mr. Bodin Apisaksirikul        | Independent Director |
| 2. Mr. Viravit Chartvivatpornchai | Independent Director |
| 3. Miss Kannika Phaewatthanaalert | Director             |

**The Chairman**, in his role as Chairman of the Nomination and Remuneration Committee, further informed the meeting that, in considering the nomination of directors to replace those retiring by rotation, the Board of Directors had assigned the Nomination and Remuneration Committee to undertake the nomination process and propose qualified candidates for appointment as directors to replace the retiring directors for the Board's consideration.

However, with regard to the consideration of election of new directors (the Interested director was prohibited from participating in the meeting), the Nomination and Remuneration Committee had proposed its opinion to the Board of Directors that the three (3) retiring directors are qualified, knowledgeable, well-experienced, visionary, ethical, as well as possessing good leadership skills, with an excellent attitude toward the organization, and are able to devote their time in the best interests of the Company's business operation. In addition, it also took into account the characteristics and does not have any prohibited characteristics under the Public Limited Companies Act and Securities and Exchange Act B.E. 1992 (and its amendment) ("Securities and Exchange Act") as well as related regulations for those who will hold positions as independent directors, they are qualified as independent directors in accordance with the requirements of the Securities and Exchange Commission, including the Company's definition of an "Independent Director(s)" and be able to give independent opinions in relation to the relevant rules and regulations with the invitation details of which appear in the Enclosure 3

The Board of Directors (excluding the directors who are due to retire by rotation at the 2025 Annual General Meeting of Shareholder) has considered for the most appropriate and useful of the Company's operation, and deemed it appropriate to propose that the Shareholders' Meeting consider and approve the re-appointment 3 directors; (1) Mr. Bodin Apisaksirikul (2) Mr. Viravit Chartvivatpornchai (3) Miss Kannika Phaewatthanalert returned as directors for another term.

**The Chairman** allowed shareholders to raise questions or give comments relevant to this agenda. As there was no question or comment from shareholders, the Chairman, therefore, asked the Meeting to resolve this matter.

## Resolution

The Meeting has approved the appointment 3 directors; namely, (1) Mr. Bodin Apisaksirikul (2) Mr. Viravit Chartvivatpornchai (3) Miss Kannika Phaewatthanalert, who were due to retire by rotation to return to the Board for another term, with the votes as follows:

### 1) Mr. Bodin Apisaksirikul (Independent Director)

Shareholders' voting results	votes (1 share = 1 vote)	percent of all votes of the shareholders present at the Meeting and entitled to vote
For	418,795,403	100.00
Against	0	0.00
Abstention	0	-
	<b>418,795,403</b>	<b>100.00</b>

2) Mr. Viravit Chartvivatpornchai (Independent Director)

Shareholders' voting results	votes (1 share = 1 vote)	percent of all votes of the shareholders present at the Meeting and entitled to vote
For	418,795,403	100.00
Against	0	0.00
Abstention	0	-
	<b>418,795,403</b>	<b>100.00</b>

3) Miss Kannika Phaewatthanalert (Director)

Shareholders' voting results	votes (1 share = 1 vote)	percent of all votes of the shareholders present at the Meeting and entitled to vote
For	418,795,403	100.00
Against	0	0.00
Abstention	0	-
	<b>418,795,403</b>	<b>100.00</b>

**Remarks:** - The resolution on this agenda item shall be passed by the majority vote of the shareholders who attend the Meeting and cast their votes, exclusive of the abstention as the basis of the vote counting.  
- After the meeting had resolved to reappoint the directors, the Chairman invited the newly appointed directors to return to the meeting room.

**Agenda 7 To consider and approve the remuneration for directors for the year 2025**

The **Chairman** assigned **Miss Vilasinee Tangnamprasert** (Corporate Secretary) to present this agenda to the meeting. Therefore, proposed to the meeting that According to the Public Company Limited Act BE. 2535 Section 90 and Article 22 of the company's regulations, the payment of directors' remuneration shall be in accordance with the resolution of the shareholders' meeting, comprising of the votes of not less than two-thirds of the total votes of the shareholders attending the meeting, and for the Board of Directors receive remuneration for their performance of duties properly and fairly, this includes sub-committees' remuneration which the Board of Directors has considered and appointed to supervise the management in various fields in accordance with the specified policies.

**The Chairman**, in his role as Chairman of the Nomination and Remuneration Committee, further informed the meeting that, the Nomination and Remuneration Committee has proposed to the Board of Directors to determine of remuneration of directors for year 2025. The considerations were made on the Company's operation results, the director's duties and responsibilities, as well as director's remuneration of other company in the same industrial. The remuneration of directors for the year 2025 as follow:

Unit : baht

Meeting	Remuneration (THB)		Meeting Allowance (THB)	
	Monthly basis		Per meeting	
	Y 2024	Y 2025	Y 2024	Y 2025
<b>Board of Directors / Shareholder</b>				
Chairman	22,000.00	22,000.00	20,000.00	20,000.00
Director	12,000.00	12,000.00	10,000.00	10,000.00
<b>Audit Committee</b>				
Chairman	-	-	12,000.00	12,000.00
Director	-	-	10,000.00	10,000.00
<b>Risk Management Committee</b>				
Chairman	-	-	12,000.00	12,000.00
Director	-	-	10,000.00	10,000.00
<b>Nomination and Remuneration Committee</b>				
Chairman	-	-	12,000.00	12,000.00
Director	-	-	10,000.00	10,000.00
<b>Corporate Governance and Sustainability Committee</b>				
Chairman	-	-	12,000.00	12,000.00
Director	-	-	10,000.00	10,000.00

In this regard, the monthly remuneration for year 2025 and meeting allowance in aggregate shall not exceed THB 3,000,000.00 per year. In addition, the directors, who are employee of the Company, shall not be entitled to receive meeting allowance for the sub-committee meetings.

In addition to the monetary remuneration mentioned above, the Group has established a Directors and Officers Liability Insurance policy to support directors in performing their duties effectively.

The Board of Directors deemed it appropriate to propose that the Shareholders' Meeting consider and approve remuneration of directors for year 2025 as proposed above. Effective May 1, 2025 onwards.

The Chairman allowed shareholders to raise questions or give comments relevant to this agenda. As there was no question or comment from shareholders, the Chairman, therefore, asked the Meeting to resolve this matter.

#### Resolution

The Meeting has approved the remuneration for directors for the year 2025 as per the proposed details in all respect, with the votes as follows:

Shareholders' voting results	votes (1 share = 1 vote)	percent of all votes of the shareholders present at the Meeting and entitled to vote
For	418,795,403	100.00
Against	0	0.00
Abstention	0	0.00
	<b>418,795,403</b>	<b>100.00</b>

**Remarks:** The resolution on this agenda item shall be passed by not less than two-thirds of the total number of votes of shareholders who attend the Meeting, inclusive of the abstention as the basis of the vote counting.

**Agenda 8 To consider and approve the appointment of the auditor and the audit fee for the accounting period 2025**

The Chairman assigned Mr. Tim Tak Timothy Wong (Chairman of the Audit Committee) to present this agenda to the meeting. Therefore, proposed to the meeting that According to Section 120 of the Public Limited Companies Act B.E. 2535 (1992) and Article 37 of the company's regulations, the annual general meeting of shareholders shall appoint the auditor and determine the audit fees of the company each year.

The Board of Directors and the Audit Committee have evaluated the auditors from PricewaterhouseCoopers ABAS Ltd. ("PwC") based on their qualifications, knowledge, experience, credibility, independence, performance, continuity, and efficiency in auditing, as well as the appropriateness of the audit fees. Having determined that PwC meets all necessary criteria, it is deemed appropriate to propose that the shareholders' meeting appoint auditors from PricewaterhouseCoopers ABAS Ltd. ("PwC") as the company's auditors for the fiscal year 2025. One of the following auditors shall be designated to audit and express an opinion on the company's financial statements:

- |                                |                                    |
|--------------------------------|------------------------------------|
| (1) MISS NUNTIKA LIMVIRIYALERS | CPA Registration No. 7358 ; and/or |
| (2) MR. PAIBOON TUNKOON        | CPA Registration No. 4298; and/or  |
| (3) MISS TITHINUN VANKEO       | CPA Registration No. 9432          |

In case those auditors cannot perform their duties to the Company, PricewaterhouseCoopers ABAS Ltd. shall arrange for another licensed auditor from PricewaterhouseCoopers ABAS Ltd. who meets the qualifications to carry out the audit on behalf of the company, subject to prior approval by the Board of Directors. The auditors listed above have no relationship or vested interest with the company, its executives, major shareholders, or any individuals related to them.

Details (Unit: Baht)	2023	2024	2025
Audit fee	2,200,000	2,350,000	2,350,000
Non-Audit fee	None	None	None
<b>Total</b>	<b>2,200,000</b>	<b>2,350,000</b>	<b>2,350,000</b>

The Board of Directors and Audit Committee deemed it appropriate to propose that the Meeting consider and approve the appointment of the following auditors from PricewaterhouseCoopers ABAS Ltd., as the auditors for the year 2025 and approve the auditor's remuneration for the year 2025 at the total amount not exceeding THB 2,350,000 as specified above.

**The Chairman** allowed shareholders to raise questions or give comments relevant to this agenda. As there was no question or comment from shareholders, the Chairman, therefore, asked the Meeting to resolve this matter.

## Resolution

The Meeting has approved the appointment of the auditors from PricewaterhouseCoopers ABAS Ltd., as the auditors for the year 2025 as follows:

- |     |                            |                                    |
|-----|----------------------------|------------------------------------|
| (1) | MISS NUNTIKA LIMVIRIYALERS | CPA Registration No. 7358 ; and/or |
| (2) | MR. PAIBOON TUNKOON        | CPA Registration No. 4298; and/or  |
| (3) | MISS TITHINUN VANKEO       | CPA Registration No. 9432          |

In case those auditors cannot perform their duties to the Company, PricewaterhouseCoopers ABAS Ltd. shall arrange for another licensed auditor from PricewaterhouseCoopers ABAS Ltd. who meets the qualifications to carry out the audit on behalf of the company, subject to prior approval by the Board of Directors. as per the proposed details in all respect, with the votes as follows:

Shareholders' voting results	votes (1 share = 1 vote)	percent of all votes of the shareholders present at the Meeting and entitled to vote
For	418,795,403	100.00
Against	0	0.00
Abstention	0	0.00
	<b>418,795,403</b>	<b>100.00</b>

**Remarks:** The resolution on this agenda item shall be passed by the majority vote of the shareholders who attend the Meeting and cast their votes, exclusive of the abstention as the basis of the vote counting.

**Agenda 9** To consider and approve the amendment of the Company's objectives and approve the amendment to Clause 3 of the Company's Memorandum of Association to be consistent with the amendment of the Company's objectives

**The Chairman** assigned **Miss Vilasinee Tangnamprasert** (Corporate Secretary) to present this agenda to the meeting. Therefore, proposed to the meeting that for the purposes of the Company's business operations covers the business that the company May expand the scope further in the future, the Board of Directors' Meeting No.1/2025 which held on February 27, 2025 resolved to propose to the Meeting to consider and approve the amendment of the Company's objectives and to approve the amendment of the Memorandum of Association, Clause 3 to be consistent with

the amendment of the Company's objectives. The Company's objectives shall be added 4 clauses from the original 80 objectives to 84 objectives as follows:

No.	Amended Objectives
(81)	To carry on the business of providing cloud computing services, including Infrastructure-as-a-Service (IaaS) and Software-as-a-Service (SaaS), but not limited to Private Cloud, Public Cloud, and Hybrid Cloud services, along with the provision of applications through cloud computing systems.
(82)	To carry on the business of Virtual Network Provider.
(83)	To carry on the business of providing Data Entry and Data Processing.
(84)	To carry on the business of buying, selling, importing, exporting, exchanging, installing, assembling, repairing, and distributing all types of electronic equipment, telecommunications devices, telecommunications tools, metal tools, machinery, all types of munitions and ordnance, vehicles, ships, aircraft, or all types of transportation. This includes parts and maintenance components for all the aforementioned products, supplying government agencies, state enterprises, and private sector organizations.

The Board of Directors deemed it appropriate to propose that the Shareholders' Meeting consider and approve the amendment of the Company's objectives by added 4 clauses from the original 80 objectives to 84 objectives and to approve the amendment of the Memorandum of Association, Clause 3 to be consistent with the amendment of the Company's objectives as detailed above.

**The Chairman** allowed shareholders to raise questions or give comments relevant to this agenda. As there was no question or comment from shareholders, the Chairman, therefore, asked the Meeting to resolve this matter.

#### Resolution

The Meeting has approved the amendments of the Company's Objectives and approve the amendments of the Memorandum of Association Clause 3 to be consistent with the amendment of the Company's objectives, as per proposed details in all respect, with the votes as follows:

Shareholders' voting results	votes (1 share = 1 vote)	percent of all votes of the shareholders present at the Meeting and entitled to vote
For	418,795,403	100.00
Against	0	0.00
Abstention	0	0.00
	<b>418,795,403</b>	<b>100.00</b>

**Remarks:** The resolution on this agenda item shall be passed by not less than three-fourths of the total number of votes of shareholders who attend the Meeting and entitled to vote, inclusive of the abstention as the basis of the vote counting.

#### **Agenda 10** To consider other matters (if any)

The Chairman present this agenda to the meeting. Therefore, proposed to the meeting that in addition to the above agenda items, shareholders with shares totaling not less than one-third of the total number of shares sold may request the meeting to consider matters other than those specified in the meeting invitation letter, in accordance with Section 105, paragraph two of the Public Limited Companies Act B.E. 2535 (and the amendments).

The Chairman asked the meeting whether any shareholder would like to propose other issues or ask further questions.

Miss Ratree Wisissurawong (a proxy from the Thai Investors Association) informed the meeting that a request had been made for the Company to disclose the registration data of meeting participants, as well as the voting results for each agenda item, in order to facilitate shareholder verification.

Miss Vilasinee Tangnamprasert (Corporate Secretary) provided clarification to the meeting, stating that the Company had verified the matter with O.J. International Co., Ltd., the provider of the e-Meeting system, and no issues had been identified with respect to the display of registration information or voting results for each agenda item. In addition, the data presented on-screen had been reviewed with the financial advisor and the auditor in attendance, both of whom confirmed that the information was displayed without issue.

In the interest of transparency, the Corporate Secretary invited other shareholders present to confirm whether the registration and voting information had been clearly visible on-screen throughout the meeting.

Miss Kulnada Oranraktham (a proxy from Sky ICT Public Company Limited) , affirmed to the meeting that the information regarding registration and voting results had been continuously visible throughout the proceedings.

The Corporate Secretary further noted that the issue raised may have stemmed from a technical malfunction specific to the system used by the Thai Investors Association. Accordingly, the Company requested an email address from the aforementioned proxy in order to provide the relevant registration and voting data following the conclusion of the meeting, thereby ensuring that the information could be verified thoroughly and accurately.

Following this matter, the Chairman inquired whether any shareholders had additional questions or wished to raise further issues for the meeting's consideration. As no further inquiries or proposals were made, the Chairman expressed appreciation to all shareholders and attendees for their time and participation, and declared the meeting officially adjourned.

The meeting adjourned at 3.48 p.m.



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(Miss Vilasinee Tangnamprasert)

Corporate Secretary



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(Mr. Wisudhi Srisuphan)

Chairman of the Meeting