

**Copy of the minutes of the 2024 Annual General Meeting of Shareholders,
held on 26 April 2024**

Time and place: The meet held on Friday 26 April 2024, at 13.30 p.m., only platform electronic meeting by broadcasting live from Mae Nam Chao Phraya Room, 3rd Floor, Sabuy Connex Tech Public Company Limited Building, No. 43/9 Moo 7, Soi Chuchart Anusorn 4, Bang Talad Sub-district, Pakkret District Nonthaburi Province.

Start meeting: at 1:30 p.m.

Directors attending the meeting totaled 8 persons (The Company's Board of Directors has a total of 8 people or calculated as 100 percent).

- | | | |
|----|--|--|
| 1. | Mr. Lersuk Chuladesa | Chairman of the Board / Director |
| 2. | Mr. Sarun Supaksaran | Independent Director / Chairman of the Audit Committee |
| 3. | Associate Professor
Boonserm Vimuktanandana | Independent Director / Member of Audit Committee |
| 4. | Mrs. Sumana Vonggapan | Independent Director /
Member of Audit Committee /
Chairman of the Nomination Remuneration Committee |
| 5. | Dr. Surat Wongrattanapassorn | Independent Director / Member of Audit Committee /
Chairman of the Risk Management Committee / |
| 6. | Mr. Kittipol Thanasit | Director / Member of Nomination Remuneration Committee /
Member of Risk Management Committee /
Member of Investment Committee /
Member of Executive Committee / Chief Executive Officer |
| 7. | Dr. Tachanun Kangwantrakool | Director / Member of Nomination and Remuneration
Committee |
| 8. | Mr. Ekarat Changyoo | Director /
Member of Corporate Governance and Corporate Social
Responsibility Committee / Member of Risk Management
Committee |

Executives attending the meeting:

- | | | |
|----|---------------------------|--|
| 1. | Mr. Wirach Morakotkarn | Chairman of the Executive Director |
| 2. | Dr. Wachirathon Kongsok | Member of Executive Committee |
| 3. | Miss Taswan Boonanun | Chief Operating & Production Group Officer |
| 4. | Miss Nutnicha Thuraniakon | Chief Financial Officer (CFO) |
| 5. | Miss Athitaya Chanarun | Director of Accounting and Finance |

Legal Advisors, Tilleke & Gibbins International Ltd., attending the Meeting:

Tilleke & Gibbins International Ltd.

1. Miss Yaowarot Klinbun
2. Miss Phattamon Phisitbanthun
3. Miss Chanakarn Laksasorn

Representative from the auditor from KPMG Phoomchai Audit Company Limited:

1. Miss Thitima Phongchaiyong (Certified Auditor Registration Number 10728)

Shareholder rights protection volunteers from the Thai Investors Association attended the meeting:

1. Miss Teranuch Promachot

Recorder, counting votes, and witnessing the verification of scores in meetings:

1. The verification of scores in meetings from Inventech Systems (Thailand) Company Limited.

Person prepares meeting minutes:

1. Dr. Kunanya Atthamongkolchai (Company Secretary)

The meeting started, Dr. Kunanya Atthamongkolchai (Company Secretary) introduced the committee, Executives and attendees of the 2024 Annual General Meeting of Shareholders. As well as informing of the agenda for this meeting, there are 8 agenda items as shown in the invitation to the 2024 Annual General Meeting of Shareholders.

In addition, all shareholders and attendees were informed of the meeting rules as follows:

Counting the quorum for shareholder meetings:

- Count 1 share as having 1 vote, the shareholders have the right to vote equal to the number of shares they hold or equal to the number of proxies.
- To count a quorum for a shareholder meeting, there must be at least 25 people attending the meeting, counting from those attended the meeting in person and through proxies. The total number of shares not less than one-third of the total number of shares that have been sold, amounting to 604,358,518 shares or not less than 201,452,839 shares (Two hundred one million four hundred fifty-two thousand eight hundred thirty-nine shares).

Rules, how to vote, counting votes and how to ask questions or express opinions

1. The meeting will consider matters in the order of the agenda specified in the meeting invitation letter. The MC will present information on each agenda and provide opportunities for shareholders to ask questions before voting. The results of the votes will be reported to the meeting once the vote counting for that agenda has been completed in order.
2. In voting, ask shareholders to choose the agenda they want to vote. Then press the “vote” button the system will display 3 fields for voting: agree, disagree and abstain from voting. For shareholders or multiple proxies The system will display all names of those have been granted a proxy, voting will be done individually.
3. In the case of receiving a proxy from multiple shareholders and you use the same email address and telephone number to confirm your identity in receiving the proxy, system will collect a list of all proxies in the same user account. Unless you use different email addresses and phone numbers to verify your identity, system will not include the list of proxies but will use separate user accounts. To access another account, click on the menu. “User account” and press the “Change Account” button to access the account of another proxy by changing the account, system will not remove votes from the meeting base.

4. In the case that shareholders register to leave the quorum before voting on any agenda closed votes of shareholders 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 will not disqualify the rights of shareholders or proxies to return to attend the meeting, and vote on agenda items that have not yet been processed 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 for which you want to ask questions or express opinions and 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 and the company will read and answer questions related to that agenda to the meeting. However, if there are a large number of questions sent into the system, the company reserves the right to consider and select questions as appropriate.
 - Inquire via video and audio (video conference) by pressing the “Inquire via video and audio” button, then press “OK” to confirm the reservation, MC will inform the names and surnames of the attendees have right to ask questions and then you must turn on your microphone and camera before the meeting participants will ask questions, please tell us your first and last name 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.
However, 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 the law, including violating the rights of others or disrupting the meeting or cause distress to other meeting participants.
6. In the event that there are a large number of shareholders wishing to ask questions via video and audio in the system, to preserve the duration of the meeting, we ask that shareholders please ask questions via text message for staff to answer 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 using 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 as shown on the screen.
8. If there is a system failure during the meeting, shareholders will receive an email to return to the meeting via the backup system.
9. For proxies whose shareholders have already voted on each agenda in the proxy form. Your vote will already be recorded in the system. The proxy does not have to vote in the system again, but if the case that the grantor has not specifically specified the proxy to vote in any way. In case, the proxy has the right to vote according to the proxy's own discretion.

Resolution of the meeting:

Counting votes that are considered meeting resolutions is as follows:

- Agenda 1 Reporting to shareholders Therefore there was no voting.
- Agenda 2 will use the majority vote of shareholders attend the meeting and cast their votes.
- Agenda 3 will use the majority vote of shareholders attend the meeting and vote.
- Agenda 4 will use the majority vote of shareholders attend the meeting and vote.
- Agenda 5 will require a vote of not less than two-thirds of the total number of votes of shareholders attending the meeting.
- Agenda 6 will use a vote of not less than three-quarters of the total number of votes of shareholders attend the meeting and have the right to vote.
- Agenda 7 will use the majority vote of shareholders attend the meeting and cast their votes.
- Agenda 8 will require a vote of not less than three-quarters of the total number of votes of shareholders attend the meeting and have the right to vote.

Note: In the case of an agenda that uses a majority vote as a meeting resolution If there is an equal vote, the chairman of the meeting shall cast an additional vote as the deciding vote

Publication of meeting resolutions with details

The company will record video footage throughout the meeting. The resolution of the shareholder meeting will be announced through the news system of the Stock Exchange of Thailand within the next business day and will publish the minutes of the meeting including the votes for each agenda through the Company's website within 14 days so that shareholders able to verify their accuracy at <https://www.sabuyconnext.com/th/home>

Expressing opinions or asking questions during the meeting:

- In the event that any shareholder would like to express an opinion or ask questions at the meeting, raise your hand and the chairman of the meeting gives permission, please, inform your name and surname clearly. However, for the benefit of recording meeting minutes.
- In addition, expressing opinions or asking questions, please give your opinion or present content concise and relevant to the agenda. However, to the meeting to proceed effectively.

Start the meeting:

Company Secretary The meeting was informed that according to the Public Limited Companies Act B.E. 2535, Section 7, Section 103 and the Company's Regulations, Section 6, Section 36, which stipulates that the shareholder meeting must have a number of shareholders of not less than 25 people, counting the total number of shares. Not less than one-third of the total number of shares sold, amounting to 604,358,518 shares, or not less than 201,452,839 shares (two hundred one million four hundred fifty-two thousand eight hundred thirty-nine shares)

The 2024 Annual General Meeting of Shareholders had 9 shareholders attending the meeting in person, counting 15,480,153 shares, and 43 shareholders attending the meeting on their behalf by proxy, counting 339,066,906 shares, totaling There were 52 shareholders attending the meeting, counting the total of 354,547,059 shares, representing 58.665 percent of the total of shares sold in the company of 604,358,518 shares, forming a quorum.

The company secretary invited the chairman of the meeting to open the meeting and proceed with the meeting accordingly.

Mr. Lersak Chuladesa (Chairman of the Board of Directors) was the chairman of the meeting and welcomed all shareholders and attendees of the meeting. Along with opening the meeting to consider the agenda appearing in the invitation to the 2024 Annual General Meeting of Shareholders, and assigned Dr. Kunanya Atthmongkolchai to act as the meeting facilitator according to the agenda as follows:

Agenda 1 To consider and acknowledge the operating results of the Company in the year 2023

The meeting facilitator invited Mr. Kittipol Thanasit (Chief Executive Officer) to present details to the Annual General Meeting of Shareholders for consideration and acknowledgment of the Company's operating results for the year 2023.

Mr. Kittipol Thanasit (Chief Executive Officer) presented to the Annual General Meeting of Shareholders acknowledgment of the Company's operating results for the year 2023.

Section 113 of the Public Limited Companies Act B.E. 2535 (1992) (including any additional amendments) (the "PLC Act") and Article 53 of the Articles of Association of the Company provide that the Board of Directors shall prepare the Annual Report of the Board of Directors and propose it to the annual general meeting of shareholders. And Article 41 of the Company's Articles of Association provides that the annual general meeting of shareholders shall consider the Annual Report of the Board of Directors, which shows the operating results of the Company for over the past year. The Company has compiled a summary report on the business of the Company, important changes in various areas for the year 2023, and other important information in the 2022 Annual Report (Form 56-1 One Report) with the Statement of Financial Position and Statement of Comprehensive Income for the fiscal year ending 31 December 2022.

	(million baht)		
Consolidated financial statements (million baht)	2023	2022	2021
Sales revenue	1,378.83	1,186.61	1,411.52
Total revenue	1,689.95	1,404.54	1,693.49
Gross profit	691.60	731.41	1,065.85
Cost of sales	(687.23)	(448.77)	(345.68)
Distribution costs	(516.21)	(419.42)	(640.00)
Administrative expenses	(397.34)	(269.39)	(424.12)
Profit (loss) attributable to the parent company	(86.49)	72.05	31.01
Total assets	3,172.43	1,817.46	1,802.40
Total debt	2,011.39	403.33	460.94
Shareholder's equity	1,161.04	1,414.13	1,341.46
Financial ratios	2023	2022	2021
Net profit margin (percent)	(5.12)	5.39	2.10
Rate of return on equity (percent)	(6.72)	5.23	2.76
Rate of return on total assets (percent)	(3.47)	3.98	2.05
Debt to equity ratio	1.73	0.29	0.34
Basic earnings (loss) per share (Baht)	0.14	0.12	0.05
Dividend per share (Baht)	-	0.11	0.12
Book value per share (Baht)	1.92	2.34	2.22

Financial statements presented, details can be separated according to the company's overall products as follows:

	(million baht)
● Income from selling water filters	703
● Income from selling substances (Ingredients) water filter	203
● Income from sales of electrical appliances and other electronic products	416
● Income from selling ice machines	57
Total sales revenue	1379

Revenue from sales according to the information presented above can be broken down according to distribution channels as follows:

	(million baht)
● Direct sales	592
● Online	286
● SME	312
● Automatic vending machine	24
● Selling through agents	165
Total sales revenue	1379

Master of Ceremonies gave shareholders an opportunity to ask questions or raise objections and consider acknowledging the company's operating results for the year 2023.

Suggestions/questions:

Mr. Supree Wongdeeprom (Proxy) introduced himself and informed the general meeting of shareholders that he had served as a director of the company between 2014 - 2022, during which the company had never had any results operating at a loss. If comparing the information presented by the Chief Executive Officer between 2023 and 2022, found that

In 2023, there will be more than 100 million baht in sales than in 2022, appeared that there was no profit but the important thing is sales and administrative expenses and sales expenses, which other expenses cannot be viewed according to the information presented. For this reason, there is a question as to the operating results of the loss, what are the details that are causing the loss? Due to sales growth in 2023 compared to 2022, as presented, there should be a profit. Shareholders would like an explanation or clarification of why the loss occurred.

Mr. Kittipol Thanasit (Chief Executive Officer) explained his doubts regarding the Company's operating results, details of financial information for the year 2023 were presented at a loss. There are many reasons for this change in the company's important proportions. In 2023, sales income will grow and cost of goods sold will be 687 million baht. While in 2022 there was a cost of sales of 448 million baht, can be concluded that the cost of sales increased by 239 million baht more than the previous year. because the company is focused on sales and expanding the market broadly by focusing on Modern Trade and allowing the customer group to get to know the product and the company even more, thus causing the original average cost of sales to be from 38% to 50%.

Note: Modern Trade refers to the modern trade in goods and services, selling products in shop stores. Bringing products to sell in the shop will help build a good image for the brand to be reliable, quality products will be more accepted and known by customers.

In 2023, distribution costs were 516 million baht, compared to 419 million baht in 2022, 97 million baht higher, as the company focused on sales and paid higher commissions. The company has increased the number of salespeople to create sales and income (Salespeople selling products quite rare, higher compensation). Therefore, companies must agree to pay high commissions to retain their personnel and sales teams.

In 2023, increased sales and administrative expenses compared to the previous year of approximately 128 million baht occurred as shown in information regarding the continuous change of management and employees of the company from the end of 2022 until 2023 and the company plans to invest in sales development, sales channels and the development of new products of the company to be able to respond to the needs of even more diverse customer groups. Therefore, this causes expenses in the section to increase as well.

However, in the past, the company products were only water filters that were the main product for sale. But in 2023, the company has added product lines: 1. Hot and warm water heaters and 2. Air purifier. The company invests quite a lot in products so the company has more products than before. The company has continued to develop products, which considered to have invested additionally to expand the product line beyond the original, but the returns not as good as expected. However, the company will continue to develop and improve in 2024.

After answering questions from shareholders, the meeting facilitator informed the meeting that the agenda presented was an agenda for information. Therefore, shareholders do not have to vote.

Meeting resolution: The meeting considered and acknowledged the Company's operating results for the year 2023 as presented.

Agenda 2 To consider and approve the statement of financial position and the statement of comprehensive income for the fiscal year ending 31 December 2023

Mr. Kittipol Thanasit (Chief Executive Officer) is to present details to the general meeting of shareholders to consider and approve the statement of financial position and income statement for the year ending on December 31, 2023.

Mr. Kittipol Thanasit (Chief Executive Officer) presented details to the Annual General Meeting of Shareholders to consider the information according to Section 113 of the Public Company Limited Act and Article 53 of the Company's Articles of Association require the board of directors to send the annual report of the board of directors to shareholders with the invitation to the annual general meeting and Article 41 of the Company's Articles of Association requires that the annual general meeting consider acknowledging the report of the Board of Directors showing the Company operations during the past year. The company has compiled a summary report on the company business, important changes in various areas in the year 2023, and other important information.

The company has prepared a statement of financial position and income statement for the year ending December 31, 2023, which has been audited by a certified public accountant and passed the review by the audit committee, and has been approved by the Board of Directors' meeting correct according to financial reporting standards details appear in the 2023 annual report (56-1) along with the statement of financial position, and annual income statement as of the end of December 31, 2023. Shareholders able to scan the attached QR Code (Attachment 1), The company has sent the meeting notice to shareholders in advance. In summary, the detailed information appears in the financial statements as follows:

	2023	2022	เปลี่ยนแปลง
สินทรัพย์: สินทรัพย์หมุนเวียน:			
เงินสดและรายการเทียบเท่าเงินสด	50.09	89.85	-38%
ลูกหนี้การค้าและลูกหนี้หมุนเวียนอื่น	93.56	29.98	212.14%
ลูกหนี้ตามสัญญาเช่าซื้อที่ถึงกำหนดชำระภายในหนึ่งปี	507.88	362.71	40.03%
ลูกหนี้เงินให้สินเชื่อที่ถึงกำหนดชำระภายในหนึ่งปี	175.39	189.60	-7.49%
เงินให้กู้ยืมระยะสั้นแก่กิจการที่เกี่ยวข้องกัน	1.15	1.15	0.00%
สินค้าคงเหลือ	248.68	211.25	17.72%
สินทรัพย์รอการขาย	35.16	20.77	69.31%
สินทรัพย์ภาษีเงินได้ของปีปัจจุบัน	0.97	0.96	1.95
สินทรัพย์หมุนเวียนอื่น	118.13	38.54	206.50%
รวมสินทรัพย์หมุนเวียน	1,236.02	944.79	30.82%

	2023	2022	เปลี่ยนแปลง
สินทรัพย์: สินทรัพย์ไม่หมุนเวียน:			
สินทรัพย์ทางการเงินไม่หมุนเวียนอื่น	327.64	-	100.00%
ลูกหนี้ตามสัญญาเช่าซื้อ	198.23	182.02	8.91%
ลูกหนี้เงินให้สินเชื่อ	11.79	2.58	356.66%
อสังหาริมทรัพย์เพื่อการลงทุน	184.26	171.24	7.61%
ที่ดิน อาคารและอุปกรณ์	907.44	398.15	127.91%
สินทรัพย์สิทธิการใช้	46.56	50.13	-7.13%
ค่าความนิยม	149.30	-	100.00%
สินทรัพย์ไม่มีตัวตน	92.97	58.80	58.10%
สินทรัพย์ภาษีเงินได้รอการตัดบัญชี	11.27	2.72	315.06%
สินทรัพย์ไม่หมุนเวียนอื่น	7.03	7.03	0.00%
รวมสินทรัพย์ไม่หมุนเวียน	1,936.49	872.66	121.91%

	2023	2022	เปลี่ยนแปลง
หนี้สิน: หนี้สินหมุนเวียน:			
เงินเบิกเกินบัญชีและเงินกู้ยืมระยะสั้นจากสถาบันการเงิน	638.59	203.00	214.58%
เจ้าหนี้การค้าและเจ้าหนี้หมุนเวียนอื่น	181.79	95.69	89.98%
เงินกู้ยืมระยะยาวจากสถาบันการเงินที่ถึงกำหนดชำระภายในหนึ่งปี	30.62	25.46	20.28%
เงินกู้ยืมระยะยาวจากกิจการอื่นที่ถึงกำหนดชำระภายในหนึ่งปี	8.97	-	100.00%
เงินกู้ยืมระยะสั้นจากบริษัทใหญ่	922.85	-	100.00%
ภาษีเงินได้นิติบุคคลค้างจ่าย	3.14	6.36	-50.53%
หนี้สินหมุนเวียนอื่น	20.37	32.39	-37.09%
รวมหนี้สินหมุนเวียน	1,806.34	362.89	397.77%

	2023	2022	เปลี่ยนแปลง
หนี้สิน: หนี้สินไม่หมุนเวียน:			
เงินกู้ยืมระยะยาวจากกิจการอื่น	156.03	-	100.00%
หนี้สินตามสัญญาเช่า	26.57	19.48	36.42%
ประมาณการหนี้สินไม่หมุนเวียนสำหรับผลประโยชน์พนักงาน	22.47	20.97	7.16%
รวมหนี้สินไม่หมุนเวียน	205.07	40.44	407.06%

	2023	2022	เปลี่ยนแปลง
ส่วนของผู้ถือหุ้น:			
ทุนจดทะเบียน	923.03	824.12	12.00%
ทุนที่ออกและชำระแล้ว	604.36	549.41	10.00%
ส่วนเกินมูลค่าหุ้น	295.30	295.29	0.00%
ส่วนเกินทุนอื่น	2.77	2.77	0.00%
ส่วนต่างจากการเปลี่ยนแปลงสัดส่วนการถือหุ้นในบริษัทย่อย	-	(2.21)	-100.00%
ส่วนเกินทุนจากการจ่ายโดยใช้หุ้นเป็นเกณฑ์	10.25	10.25	0.00%
ส่วนเกินทุนหุ้นซื้อคืน	5.78	5.78	0.00%
กำไรสะสม			
จัดสรรแล้ว			
ทุนสำรองตามกฎหมาย	46.10	43.35	6.34%
ยังไม่ได้จัดสรร	124.58	509.48	-75.55%
องค์ประกอบอื่นของส่วนของผู้ถือหุ้น	71.96	-	100.00%
รวมส่วนของบริษัทใหญ่	1,161.10	1,414.13	-17.89%
รวมหนี้สินและส่วนของผู้ถือหุ้น	3,172.51	1,817.46	74.56%

เพื่อพิจารณาขออนุมัติงบแสดงฐานะทางการเงินและงบกำไรขาดทุนประจำปี สิ้นสุด ณ วันที่ 31 ธันวาคม 2566

Financial Statement caption	UNCONSO (DEC'23)						Eliminate		DEC'2023
	SEBEXT	TSRL	SAFE	APW	VCT	Unconso	Dr.	Cr.	Conso
Revenue from sales	1,184,877,808.92	240,995,363.29	20,863,559.58	48,804,892.82	64,487,857.63	1,560,029,482.24	(183,299,667.70)	2,100,093.65	1,378,829,908.19
Hire purchase interest income	115,730,868.27	76,941,249.80	-	-	-	192,672,118.07	(687,526.39)	-	191,984,591.68
Income from loan receivables	-	26,323,712.19	-	-	-	26,323,712.19	-	-	26,323,712.19
Other income	121,178,962.65	18,104,325.31	1,679,520.60	3,402,257.66	64,078.80	144,429,145.02	(51,615,614.64)	-	92,813,530.38
Total Income	1,421,787,639.84	362,364,650.59	22,543,080.18	52,207,150.48	64,551,936.43	1,923,454,457.52	(235,602,808.73)	2,100,093.65	1,689,951,742.44
Cost of sales	(550,925,188.04)	(245,888,140.27)	(11,860,021.99)	(18,703,711.86)	(43,784,520.26)	(871,161,582.42)	(63,116.55)	183,994,665.60	(687,230,033.38)
Administrative expense	(344,542,095.47)	(67,141,442.75)	(3,804,757.67)	(20,860,943.96)	(6,007,213.78)	(442,426,453.63)	-	45,090,132.73	(397,336,320.90)
Selling and distribution expense	(460,383,453.15)	(9,584,833.91)	(3,294,928.09)	(24,566,073.41)	(18,383,976.42)	(516,213,264.98)	-	-	(516,213,264.98)
Bad debt and doubtful account	(107,698,054.10)	(22,155,371.84)	-	-	-	(129,853,425.94)	(98,963.72)	69,278.14	(129,883,111.52)
Total Expense	(1,463,548,790.76)	(344,769,788.77)	(18,959,707.75)	(64,130,729.23)	(68,245,710.46)	(1,959,654,726.97)	(162,080.27)	229,154,076.47	(1,730,662,730.78)
Profit before finance cost and tax expense	(41,761,150.92)	17,594,861.82	3,583,372.43	(11,923,578.75)	(3,693,774.03)	(36,200,269.45)	(235,764,889.00)	231,254,170.11	(40,710,998.34)
Finance costs	(62,634,638.25)	(8,827,993.70)	-	(11,384.99)	(349,616.60)	(71,924,433.54)	-	6,433,123.45	(65,491,310.69)
Profit before finance cost and tax expense	(104,395,789.17)	8,766,868.12	3,583,372.43	(12,035,963.74)	(4,043,190.63)	(108,124,702.99)	(235,764,889.00)	237,687,293.56	(106,202,298.45)
Income tax expense	20,928,277.55	(1,753,989.60)	(729,719.76)	531,882.66	808,638.13	19,785,088.98	-	-	19,785,088.98
Net (Income) Loss	(83,467,511.62)	7,012,878.52	2,853,652.66	(11,504,081.08)	(3,234,552.50)	(88,339,614.01)	(235,764,889.00)	237,687,293.56	(86,417,209.45)

The presenter provided an opportunity for shareholders to ask questions or raise objections regarding the presentation of requests for approval of the financial statement and income statement for the year ending December 31, 2023.

Suggestions/questions:

Mr. Ekarith Ekasmith (shareholder and shareholder's proxy) would like to ask the Chief Executive Officer (CEO) the following questions:

1. From the cash flow statement information, approximately 1,900 million baht of equity instruments were purchased from other companies and approximately 1,000 million baht, suspected was a very large transaction, even occurred within 12 months, does require a resolution from the shareholders meeting or not?
2. From the income statement information in addition to an operating loss of approximately 86 million baht, there was also a special loss of approximately 550 million baht, which is understood to have come from stock trading. Based on doubts, believed the information was incorrect and would like the Chief Executive Officer to explain to the meeting.

Mr. Kittipol Thanasit (Chief Executive Officer) explained the questions of Mr. Ekarith Ekasmith (shareholder and proxy) In the 2023, cash flow account, the company invested approximately 1,900 million baht. At the same time, sold investments of approximately 1,000 million baht, and the income statement was presented as a comprehensive income statement, not normal income statement related to approximate investment: 500 million baht.

The information presented is about investments in the past year 2023, the company has established an investment committee. Each investment under the framework of policies and regulations received from the company's board of directors and the amount of each investment in 2023 does not exceed the approval framework of the Investment Committee and therefore not presented to the shareholder meeting for approval and the Board of Directors has considered, acknowledged and ratified. Therefore, the information shareholders curious about from the cash flow statement the cumulative investment figure for the entire year 2023 and has been a gradual reduction in the proportion of investment in some periods to use as the company cash flow.

The details that appear of the accounting loss of approximately 400 million baht because investing has long-term goals and objectives. Therefore, the money appearing in the financial statements must reflect the fairness of the investments as of the end of the period in which they appear, and during the past period, the capital market has changed.

Mr. Supree Wongdeeprom (proxy from shareholder) in the past, since the establishment of the company, has never been an objective for the company to invest money by purchasing shares. In the past, the objective of the company was to buy and sell filters mainly water. After the change of shareholders and the business objectives of investing in stocks, the profit and loss of the company changed. The information clarified by the Chief Executive Officer explained cash flow equivalent to cash at approximately 50 million baht. I would like to ask about the meaning of cash equivalent. In the event company needs to use money, how can this money be used immediately or converted into cash? I think it shouldn't be correct.

For loans between each other (Sabay Technology Public Company Limited and Sabay Connex Tech Public Company Limited) most of the loan applications involve assets in the name of Sabay Connex Tech Public Company Limited) as collateral. How will the company be described in detail? Raising doubts merely pointing out details for the meeting to consider the financial figures presented.

Mr. Kittipol Thanasit (Chief Executive Officer) clarified the questions of Mr. Supree Wongdeeprom (proxy) regarding the numbers appearing in the financial statements. Cash and cash equivalents of 50 million baht the auditor's standard accounting term, which considered cash, not trade receivables or inventories.

Ms. Hathairat Thamwat (shareholder) asked via message about the apparent decrease in work efficiency of the Call Center and service staff of the water filter. What was the cause? or after the change of management under the SABUY group.

Mr. Kittipol Thanasit (Chief Executive Officer) clarified that the Call Center number 1210 is still available as before. According to the information explained in the other section of the question regarding changes within the organization in 2023, the number of employees has decreased in the past, but the company has taken steps to correct and develop it in the end of 2023.

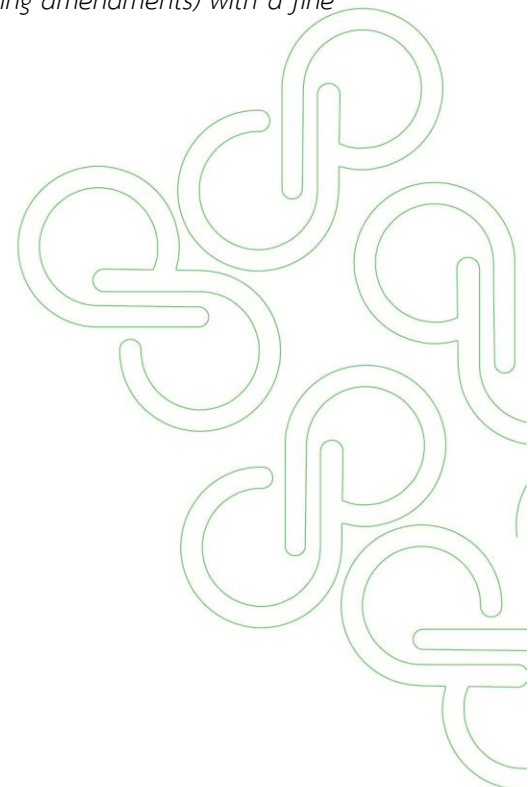
The meeting facilitator informed the meeting no shareholders asked for additional information. Therefore, presented to the meeting to consider and approve the company financial statements for the year ending on December 31, 2023.

This agenda must be approved by majority vote of shareholders attend the meeting and vote.

Meeting resolution: The shareholder meeting resolved to disapprove the statement of financial position and income statement for the year ending December 31, 2023, which had been audited by a certified public accountant and reviewed by the audit committee and received approval from the Board of Directors' meeting with majority vote of the shareholders attended the meeting and voted, with the following details:

Shareholder resolution	Votes	Percentage (%)
Approved	156,845,507	44.2213
Disapproved	197,837,397	55.7786
Abstained	0	-
Total (55 People)	354,682,904	100.0000

Note: The shareholder meeting resolved to disapprove the statement of financial position and income statement for the year ending December 31, 2023, because some shareholders did not approve of the company's loss and some items that were controversial and doubtful may be an issue of transfer of benefits. However, these financial statements have been audited by a certified public accountant and have been reviewed and approved by a unanimous resolution from the Audit Committee and approved by a unanimous resolution from the Board of Directors as well. And since the shareholders' meeting resolved not to approve the financial statements, would only result in the company not being able to submit financial statements to the Department of Business Development Ministry of Commerce within the period specified by law, in accordance with Section 112 and Section 127 of the Public Limited Companies Act B.E. 2535 (including amendments). In addition, the company will be liable according to Section 191 of the Public Limited Companies Act B.E. 2535 (including amendments) with a fine not exceeding 20,000 baht.



Agenda 3 To consider and approve the non-allocation of profits and the omission of dividend payments for the year 2023.

The meeting facilitator invites Mr. Kittipol Thanasit (Chief Executive Officer) to present details to the general meeting of shareholders to consider and approve the omission of allocation of net profits as legal reserves and the omission of dividend payment for the year 2023.

Mr. Kittipol Thanasit (Chief Executive Officer) presented details to the Annual General Meeting of Shareholders the details of the presentation to the Public Company Limited Act, Section 116 and the Company's Articles of Association, Section 49, the company must allocate a portion of the annual net profit as a reserve fund, not less than 5 % (percent) of the annual net profit. Deducted by the amount of accumulated losses brought forward (if any) until this reserve fund not less than 10 % (percent) of the registered capital and Section 115 of the Public Limited Companies Act and Article 45 of the company regulations stipulate the payment of dividends other than profits cannot be made and in case the company still has accumulated losses, prohibited from paying dividends. The company has a policy to pay dividends at a rate of not less than 40% (percent) of net profits after deducting corporate income tax and allocation of legal reserves. Considered from the company's consolidated financial statements but may consider changing the dividend payment rate to be less than the rate specified above or refraining from paying dividends taking into account economic conditions operating results, financial status, liquidity, and need for use as working capital for business management and business expansion are taken into consideration.

The company would like to present to the shareholder meeting for consideration based on the company financial statements for 2023, ending on December 31, 2023. The company has an operating loss of approximately 86 million baht. For this reason, the company unable to allocate legal reserves and cannot pay dividends for the year 2023. Details appear in the financial statements presented as follows.

Financial Statement caption	UNCONSO (DEC'23)						Eliminate		DEC'2023
	SBNEXT	TSRL	SAFE	APW	VCT	Unconso	Dr.	Cr.	Conso
Revenue from sales	1,184,877,808.92	240,995,363.29	20,863,559.58	48,804,892.82	64,487,857.63	1,560,029,482.24	(183,299,667.70)	2,100,093.65	1,378,829,908.19
Hire purchase interest income	115,730,868.27	76,941,249.80	-	-	-	192,672,118.07	(687,526.39)	-	191,984,591.68
Income from loan receivables	-	26,323,712.19	-	-	-	26,323,712.19	-	-	26,323,712.19
Other income	121,178,962.65	18,104,325.31	1,679,520.60	3,402,257.66	64,078.80	144,429,145.02	(51,615,614.64)	-	92,813,530.38
Total Income	1,421,787,639.84	362,364,650.59	22,543,080.18	52,207,150.48	64,551,936.43	1,923,454,457.52	(235,602,808.73)	2,100,093.65	1,689,951,742.44
Cost of sales	(550,925,188.04)	(245,888,140.27)	(11,860,021.99)	(18,703,711.86)	(43,784,520.26)	(871,161,582.42)	(63,116.55)	183,994,665.60	(687,230,033.38)
Administrative expense	(344,542,095.47)	(67,141,442.75)	(3,804,757.67)	(20,860,943.96)	(6,007,213.78)	(442,426,453.63)	-	85,090,132.73	(397,334,320.90)
Selling and distribution expense	(460,383,453.15)	(9,584,833.91)	(3,294,928.09)	(24,566,073.41)	(18,383,976.42)	(516,213,264.98)	-	-	(516,213,264.98)
Bad debt and doubtful account	(107,698,054.10)	(22,155,371.84)	-	-	-	(129,853,425.94)	(98,963.72)	69,278.14	(129,853,111.52)
Total Expense	(1,463,548,790.76)	(344,769,788.77)	(18,959,707.75)	(64,130,729.23)	(68,245,710.46)	(1,959,654,726.97)	(162,080.27)	229,154,076.47	(1,730,662,730.78)
Profit before finance cost and tax expense	(41,761,150.92)	17,594,861.82	3,583,372.43	(11,923,578.75)	(3,693,774.03)	(36,200,269.45)	(235,764,989.00)	231,254,170.11	(40,710,988.34)
Finance costs	(62,634,638.25)	(8,827,993.70)	-	(112,384.99)	(349,416.60)	(71,924,433.54)	-	6,833,123.45	(65,431,310.09)
Profit before finance cost and tax expense	(104,395,789.17)	8,766,868.12	3,583,372.43	(12,035,963.74)	(4,043,190.63)	(108,124,702.99)	(235,764,889.00)	237,687,293.56	(106,202,298.43)
Income tax expense	20,928,277.55	(1,753,989.60)	(729,719.76)	531,882.66	808,638.13	19,785,088.98	-	-	19,785,088.98
Net (Income) Loss	(83,467,511.62)	7,012,878.52	2,853,652.66	(11,504,081.08)	(3,234,552.50)	(88,339,614.01)	(235,764,889.00)	237,687,293.56	(86,417,209.45)

The meeting facilitator allowed shareholders to ask questions or protest the presentation requesting approval to refrain from allocating net profits as legal reserves and refrain from paying dividends for 2023.

The meeting facilitator informed the meeting no shareholders asked for additional information. Therefore, presented to a meeting to consider approving the cessation of allocating net profits as legal reserves and refraining from paying dividends for 2023.

This agenda must be approved by a majority vote of shareholders who attend the meeting and vote.

Meeting resolution: The shareholder meeting resolved to approve the omission of allocation of net profits as legal reserve and the omission of dividend payment for the year 2023 with a majority vote of the shareholders attended the meeting and voted, with the following details:

Shareholder resolution	Votes	Percentage (%)
Approved	354,682,904	100.0000
Disapproved	0	0.0000
Abstained	0	-
Total (55 People)	354,682,904	100.0000

Agenda 4 To consider and approve the appointment of directors to replace those retiring by rotation

Dr. Kunanya Atthamongkolchai (Company Secretary and master of ceremonies) presented details to the General Meeting of Shareholders to consider approving the appointment of directors to replace those retiring by rotation.

Section 71 of the PLC Act and Article 19 of the Articles of Association of the Company provide that at every annual general meeting of shareholders, the directors shall retire their office by rotation at the ratio of one-third of the total number of directors of the Company. If the number of directors not a multiple of three, then the number nearest to one-third shall vacate office. Directors must retire from office may be re-elected to hold their positions.

Article 41 (4) of the Company Articles of Association allows the general meeting of shareholders to elect directors to replace those retire by rotation.

In this regard, the Company has given shareholders an opportunity to propose meeting agendas and nominate individuals to be considered for selection as directors of the Company in advance on October 3, 2023 until December 31, 2023. However, no shareholder proposed an agenda or nominated a person to be considered for selection as a director of the Company.

Currently, the Company has 9 directors, therefore, in the 2024 Annual General Meeting of Shareholders requires to have 3 directors who are due to retire by rotation namely:

1. Mr. Kittipol Thanasit Director/ Member of Nomination Remuneration Committee/ Member of Risk Management Committee/ Member of Investment Committee/ Member of Executive Committee / Chief Executive Officer
2. Mrs. Sumana Vonggapan Independent Director / Member of Audit Committee Chairman of the Nomination Remuneration Committee
3. Dr. Surat Wongrattanapassorn Independent Director / Member of Audit Committee/ Chairman of the Risk Management Committee

Nomination and Remuneration Committee (Excluding directors interested in this agenda)

To considered the suitability of directors retire from office upon completion of their terms, persons who should be appointed as company directors based on important criteria such as having qualifications and not having prohibited characteristics according to Public Company Limited Act Securities and Exchange Act B.E. 2535 (including all amendments and amendments) including other related laws and any other related criteria and considered from morality, ethics, knowledge, ability, experience and diversity in the qualifications of the Board of Directors as a whole and performance of duties in the position of individual director and sub-committee such a person knowledgeable, ability, expertise and experience which can greatly strengthen the management of the company. In addition, they are persons have all the qualifications and do not have prohibited characteristics according to the laws and regulations mentioned above and have appropriate qualifications for the company's business operations.

The Company's Board of Directors has considered and approved the opinions of the Nominating Committee and has agreed to present them to the General Meeting of Shareholders to consider and approve the appointment of directors who have resigned from their positions following the above terms to return to their positions as directors of the Company in the same position for another term.

However, Biography of the nominated company directors. The company has details as shown in Attachment 2, which has been sent to shareholders along with the meeting invitation letter in advance.


However, presentations for shareholders to consider approving the appointment of directors to replace those whose terms have expired will be presented for consideration on an individual basis as follows:

Agenda 4.1 To consider the appointment of company directors who must retire by rotation to return to serve as directors and sub-committee members for another term.

Mr. Kittipol Thanasit

Director/ Member of Nomination Remuneration Committee/ Member of Risk Management Committee/ Member of Investment Committee/ Member of Executive Committee/ Chief Executive Officer

ประวัติกรรมการบริษัท



คุณกิตติพล ฐานะสิทธิ์

- กรรมการบริษัท
- กรรมการการลงทุน
- กรรมการบริหารความเสี่ยง
- กรรมการบริหาร
- กรรมการสรรหาและกำหนดค่าตอบแทน
- ประธานเจ้าหน้าที่บริหาร

อายุ 56 ปี

วันที่ได้รับการแต่งตั้งให้ดำรงตำแหน่งกรรมการ วันที่ 1 กันยายน 2565

จำนวนปีที่เป็นกรรมการบริษัท 2 ปี

จำนวนและสัดส่วนการถือหุ้น - ไม่มี -

วุฒิการศึกษา :

- ปริญญาโท บริหารธุรกิจมหาบัณฑิต สาขาการเงินและการบัญชี มหาวิทยาลัยธรรมศาสตร์
- ปริญญาตรี บัญชีบัณฑิต สาขาการบัญชี มหาวิทยาลัยธรรมศาสตร์
- ผู้สอบบัญชีรับอนุญาตแห่งประเทศไทย
- หลักสูตรประกาศนียบัตรชั้นสูง: การบริหารงานภาครัฐและกฎหมายมหาชน (ปรม.) รุ่นที่ 20 สถาบันพระปกเกล้า
- หลักสูตรประกาศนียบัตรสมาคมส่งเสริมสถาบันกรรมการบริษัทไทย (Director Certification Program - DCP) รุ่น 339/2023 สมาคมส่งเสริมสถาบันกรรมการบริษัทไทย (Thai Institute of Directors, Thai IOD)
- หลักสูตร Insight in SET: ฝึกอบรมเพื่อการเติบโตและยั่งยืนในตลาดทุน รุ่นที่ 1 ตลาดหลักทรัพย์แห่งประเทศไทย

รายชื่อคณะกรรมการ – การเข้าร่วมประชุมในปี 2566		BOD	AUDIT	EXCOM	NRC	CG	RISK
1	นาย สวัสดิ์ ศรีพิทยบุตร	10/10					
2	รศ.บุญเสริม วิมุกตะนันท์	10/10	7/8				
3	นาง สุนภา วงษ์กะพันธ์	10/10	6/6		5/5		
4	ดร. สุวัฒน์ วงศ์รัตนกัลยา	10/10	6/6				4/4
5	ดร. พิชนีย์ กิจวานาตระกูล	10/10			5/5		
6	นาย ชูเกียรติ รุจนพรพิง	9/9		7/7			
7	นาย กิตติพล ฐานะสิทธิ์	10/10		7/7	2/2		4/4
8	นาย เอกรัตน์ แจงอยู่	10/10		7/7			4/4
9	นาย วัชรพล เตชะวิจิตร	2/2					
10	นาย สุวิทย์ วงศ์พร้อม	3/3	2/2				1/1
11	นพ. พรเทพ ศิริวราวัจนรงค์	3/3	2/2				
12	นาย พรวิทย์ ไชยวัฒน์วิบูล			5/5			2/2
13	นาย วรานนท์ คงปริญามาร	8/8		5/5			3/3
14	นาย สุภกิจ วรรณะสิทธิ์			1/1			
BOD	คณะกรรมการบริษัท	NRC	คณะกรรมการสรรหาและพิจารณาผู้สมัครแทน				
AUDIT	คณะกรรมการตรวจสอบ	CG	คณะกรรมการกำกับดูแลกิจการที่ดีและความรับผิดชอบต่อสังคม				
EXCOM	คณะกรรมการบริหาร	RISK	คณะกรรมการบริหารความเสี่ยง				

The meeting facilitator gave shareholders an opportunity to ask questions or protest the presentation requesting approval for the appointment of directors of the company had to retire by rotation to return to the positions of directors and sub-committees for another term of Mr. Kittipol Thanasit.

Suggestions/questions:

Mr. Praphan Chaiyadej (shareholder) if a shareholder proposes to select another person to be a director in place of the existing director, how will the name be proposed?

The meeting facilitator explained to the meeting the company had disclosed and invited shareholders to nominate candidates to serve as directors by notifying them through the website of the Stock Exchange of Thailand from October 3, 2023, until December 31, 2023. no shareholder nominated a person to become a director of the company during the past period.

Mr. Ekarith Ekasmith (shareholder and proxy) from considering the operating results of the company which lost 86 million baht and the financial status has changed, debt has increased from the past. I think the company should recruit a director or chief executive officer to act instead, and from legal inquiries, shareholders can present a list of directors to replace in the case of directors whose terms of office expire. If the director not approved by the shareholder meeting.

The meeting facilitator informed the meeting the said agenda was to consider approving the election of Mr. Kittipol Thanasit, therefore unable to answer that question. After that, no shareholders asking for additional information, presented to the meeting to consider approving the appointment of directors of the company had to retire by rotation to return to the positions of directors and sub-committees for another term of Mr. Kittipol Thanasit.

This agenda must be approved by a majority vote of shareholders attended the meeting and voted.

Meeting resolution: Disapproved of the appointment of Mr. Kittipol Thanasit as a director, Investment Committee, Risk Management Committee, Executive Committee and the Nomination and Remuneration Committee, with a majority vote of the shareholders who attended the meeting and cast their votes, the details of which as follows:

Shareholder resolution	Votes	Percentage (%)
Approved	156,845,507	44.2213
Disapproved	197,837,397	55.7786
Abstained	0	-
No voting rights	0	-
Total (55 People)	354,682,904	100.0000

Agenda 4.2 To consider the appointment of company directors who must retire by rotation to return to serve as directors and sub-committee members for another term.

Mrs. Sumana Vonggapan

Independent Director/ Member of Audit Committee/ Chairman of the Nomination Remuneration Committee

ประวัติกรรมการบริษัท



คุณสุมนา วงษ์กะพันธ์

- กรรมการอิสระ
- กรรมการตรวจสอบ
- ประธานกรรมการสรรหาและกำหนดค่าตอบแทน

อายุ 74 ปี

วันที่ได้รับการแต่งตั้งให้ดำรงตำแหน่งกรรมการ วันที่ 24 เมษายน 2558

จำนวนปีที่เป็นกรรมการบริษัท 9 ปี

จำนวนและสัดส่วนการถือหุ้น 684,000 หุ้น คิดเป็น 0.08 (ร้อยละ)

วุฒิการศึกษา :

- ปริญญาโท สาขาบริหารธุรกิจ Southeastern Oklahoma State USA (ปี 2518)
- ปริญญาตรี (เกียรตินิยม) สาขานิติศาสตร์ จุฬาลงกรณ์มหาวิทยาลัย (ปี 2515)
- Strategic Human Resource Management, Harvard Business School.
- หลักสูตร People System Management
- หลักสูตร problem solving and decision making
- Banking Management ADB, Japan.
- Director Accreditation Program (DAP) Class 47/2005 Thai Institute of Directors.

รายชื่อคณะกรรมการ – การเข้าร่วมประชุมในปี 2566		BOD	AUDIT	EXCOM	NRC	CG	RISK
1	นาย สหัท ศรีพิทยบุตร	10/10					
2	รศ.บุญเสริม วิภาคะนันท์	10/10	7/8				
3	นาง สุมนา วงษ์กะพันธ์	10/10	6/6		5/5		
4	ดร. สุรัตน์ วงศ์รัตนวิไลสร	10/10	6/6				4/4
5	ดร. พัทธินันท์ กิ่งวานประจักษ์	10/10			5/5		
6	นาย ชูเกียรติ รุจนพรพจน์	9/9		7/7			
7	นาย กิตติพล ชูประสิทธิ์	10/10		7/7	2/2		4/4
8	นาย เอกภรณ์ แจ่มอยู่	10/10		7/7			4/4
9	นาย รัฐพล เศรษฐวิจิตร	2/2					
10	นาย สุวิทย์ วงศ์พร้อม	3/3	2/2				1/1
11	นพ. พรเทพ ศิริวามรังสรรค์	3/3	2/2				
12	นาย พรวิทย์ โสภะวณิชกุล			5/5			2/2
13	นาย วรานนท์ คงปฏิภาณ	8/8		5/5			3/3
14	นาย สุกกิจ วรรณะดิษฐ์			1/1			
BOD	คณะกรรมการบริษัท	NRC	คณะกรรมการสรรหาและพิจารณาค่าตอบแทน				
AUDIT	คณะกรรมการตรวจสอบ	CG	คณะกรรมการกำกับดูแลกิจการที่ดีและความรับผิดชอบต่อสังคม				
EXCOM	คณะกรรมการบริหาร	RISK	คณะกรรมการบริหารความเสี่ยง				

The meeting facilitator allowed shareholders to ask questions or protest the presentation requesting approval for the reappointment of directors of the company had to leave their positions at the end of their terms to return to the positions of directors and sub-committees for another term of Mrs. Sumana Vonggapan

The meeting facilitator informed the meeting no shareholders asked for additional information. Therefore, proposed to the meeting to consider approving the appointment of directors of the company had to retire by rotation to return to the positions of directors and sub-committees for another term Mrs. Sumana Vonggapan

This agenda must be approved by a majority vote of shareholders to attend the meeting and vote.

Meeting resolution: Approved the appointment of Mrs. Sumana Vonggapan as an independent director, Audit Committee and Chairman of the Nomination and Remuneration Committee with a majority vote of the shareholders who attended the meeting and cast their votes, the details of which as follows:

Shareholder resolution	Votes	Percentage (%)
Approved	199,521,970	56.3623
Disapproved	154,476,934	43.6376
Abstained	0	-
No voting rights	684,000	-
Total (55 People)	354,682,904	100.0000

Agenda 4.3 To consider the appointment of company directors who must retire by rotation to return to serve as directors and sub-committee members for another term.

Surat Wongrattanapassorn Ph.D.

Independent Director/ Member of Audit Committee/ Chairman of the Risk Management Committee

ประวัติกรรมการบริษัท



ดร. สุรัตน์ วงศ์รัตนภัสสร

- กรรมการอิสระ
- กรรมการตรวจสอบ
- ประธานกรรมการบริหารความเสี่ยง

อายุ 57 ปี

วันที่ได้รับการแต่งตั้งให้ดำรงตำแหน่งกรรมการ วันที่ 27 เมษายน 2561

จำนวนปีที่เป็นกรรมการบริษัท 7 ปี

จำนวนและสัดส่วนการถือหุ้น 339,790 หุ้น คิดเป็น 0.06 (ร้อยละ)

วุฒิการศึกษา :

- ปริญญาเอก สาขาบริหารธุรกิจการจัดการ Nova Southeastern University สหรัฐอเมริกา
- ปริญญาโท คณะวิศวกรรมศาสตร์ สาขาคอมพิวเตอร์ มหาวิทยาลัยอัสสัมชัญ
- ปริญญาตรี คณะบริหารธุรกิจ สาขาการตลาด มหาวิทยาลัยอัสสัมชัญ
- Director Certification Program (DCP) Class 233/2017 Thai Institute of Directors.
- IT Governance and Cyber Resilience Program (ITG) Class 3/2016 Thai Institute of Directors.

รายชื่อคณะกรรมการ - การเข้าร่วมประชุมในปี 2566		BOD	AUDIT	EXCOM	NRC	CG	RISK
1	นาย สวัสดิ์ ศรีพิทยบุตร	10/10					
2	รศ.บุญเสริม วิภูตะนันท์	10/10	7/8				
3	นาง สุมภา วงษ์กะพันธ์	10/10	6/6		5/5		
4	ดร. สุรัตน์ วงศ์รัตนภัตสร	10/10	6/6				4/4
5	ดร. พิเชษฐ์ ภิรมย์ประกุล	10/10			5/5		
6	นาย ชูเกียรติ รุจนพรพิง	9/9		7/7			
7	นาย กิตติพล ชูณะสิทธิ์	10/10		7/7	2/2		4/4
8	นาย เอกรัตน์ แจ่มอยู่	10/10		7/7			4/4
9	นาย รัฐพล เดชะวิจิตร	2/2					
10	นาย สุวีรดี วงศ์พร้อม	3/3	2/2				1/1
11	นพ. พรเทพ ศิริวราภรณ์	3/3	2/2				
12	นาย พรวิทย์ โกลพร้อมวิบูล			5/5			2/2
13	นาย วรานนท์ คงปิ่นมากร	8/8		5/5			3/3
14	นาย สุภกิจ วรอนะดิษฐ์			1/1			
BOD	คณะกรรมการบริษัท				NRC	คณะกรรมการสรรหาและพิจารณาว่าคณบดี	
AUDIT	คณะกรรมการตรวจสอบ				CG	คณะกรรมการกำกับดูแลกิจการที่ดีและความรับผิดชอบต่อสังคม	
EXCOM	คณะกรรมการบริหาร				RISK	คณะกรรมการบริหารความเสี่ยง	

The meeting facilitator allowed shareholders to ask questions or protest the presentation requesting approval for the reappointment of directors of the company had to leave their positions at the end of their terms to return to the positions of directors and sub-committees for another term of Dr. Surat Wongrattanapassorn.

The meeting facilitator informed the meeting no shareholders asked for additional information. Therefore, proposed to the meeting to consider approving the appointment of directors of the company had to retire by rotation to return to the positions of directors and sub-committees for another term Dr. Surat Wongrattanapassorn.

This agenda must be approved by a majority vote of shareholders to attend the meeting and vote.

Meeting resolution: Approved the appointment of Dr. Surat Wongrattanapassorn as an independent director, Audit Committee, and Chairman of the Risk Management Committee with a majority vote of the shareholders attended the meeting and cast their votes, the details of which as follows:

Shareholder resolution	Votes	Percentage (%)
Approved	199,965,134	56.4326
Disapproved	154,377,980	43.5673
Abstained	0	-
No voting rights	339,790	-
Total (55 People)	354,682,904	100.0000

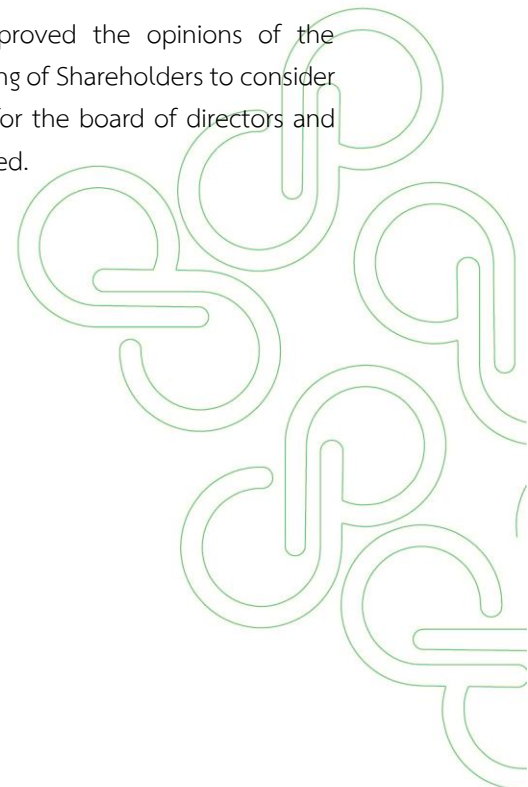
Agenda 5 To consider and approve the compensation and meeting allowance for the board of directors and sub-committees for the year 2024

Dr. Kunanya Atthmongkolchai (Company Secretary and master of ceremonies) presented the details for consideration at the ordinary shareholders' meeting for approval of the compensation and meeting allowance for the board of directors and sub-committees for the year 2024.

According to the Public Limited Companies Act, Section 90, it is stipulated that the company is prohibited from providing any money or assets to the directors unless it is payment for compensation as per the company's regulations. The payment of compensation must be in accordance with the resolution passed by the shareholders' meeting, comprising votes of not less than two-thirds of the total votes of the shareholders present at the meeting. Additionally, according to the company's regulations, Section 31 specifies that directors are entitled to receive compensation from the company in the form of meeting allowances, gratuities, bonuses, or other benefits as determined by the shareholders' meeting. The meeting of shareholders may specify a definite amount or set criteria, and it may be determined periodically or remain in effect until further changes. Furthermore, directors may receive allowances and various benefits according to the company's regulations, without affecting the rights of the company's employees and staff who have been elected as directors to receive compensation and benefits as employees or staff of the company

In accordance with the company's policy on determining board compensation, the Nomination and Compensation Committee is responsible for screening director candidates and considering director compensation. In doing so, the committee considers aligning compensation with that of other registered companies in the same industry of similar size, the company's performance, the duties and responsibilities of directors and sub-committees, as well as the overall economic situation. Therefore, it is deemed appropriate to propose to the board of directors for approval and submission to the annual ordinary shareholders' meeting for consideration in the year 2024

The Company's Board of Directors has considered and approved the opinions of the Nominating Committee and has agreed to present them to the General Meeting of Shareholders to consider and approve the establishment of compensation and meeting allowances for the board of directors and sub-committees for the year 2024, not exceeding 6,000,000 Baht, as presented.



1. Monthly Remuneration and Meeting Allowance (Unit: THB)

Position	2024 (Proposed year)		2023	
	Per Meeting Allowance Rate	Monthly Remuneration	Per Meeting Allowance Rate	Monthly Remuneration
Board of Directors				
- Chairman of the Board of Directors	10,000	20,000	22,000	25,000
- Non-directors	10,000	15,000	18,000	20,000
- Directors	5,000	10,000	12,000	15,000
The Audit Committee				
- Chairman of Audit Committee	10,000	15,000	20,000	-
- Audit Committee Members	8,000	10,000	16,000	-
Executive Committee				
- Chairman of Executive Committee	10,000	15,000	15,000	-
- Executive Committee	8,000	10,000	12,000	-
Other sub-committees assigned by Board of Directors				
- Chairman of Committee	10,000	15,000	15,000	-
- Executive Directors	8,000	10,000	12,000	-

(2) Director's bonus

The bonus of the Board shall be paid at the rate of 1 percent to 5 percent of the dividend payment of such period which shall be subject to the consideration of the Chairman. (Incidentally, because the company proposes to the 2024 Annual General Meeting of Shareholders to consider approving the suspension of dividend payment for the year 2023, therefore, the Company will not pay director bonuses for the year 2023 and the Company will propose to the 2025 Annual General Meeting of Shareholders to consider and approve the matter with the next payment of bonuses to directors for the year 2024 (if any))

The meeting conductor has opened the floor for shareholders to inquire or raise objections regarding the proposal for approval of compensation and meeting allowances for the board of directors and sub-committees for the year 2024.

The meeting conductor informs the attendees that there are no shareholders requesting further information. Therefore, the proposal for approval of compensation and meeting allowances for the board of directors and sub-committees for the year 2024 is presented for consideration and approval at the meeting.

This agenda item must be approved by a vote of not less than 2 out of 3 of the total votes of the shareholders present at the meeting.

Meeting resolution: The meeting considered and resolved to disapprove the determination of remuneration and meeting allowances for directors and sub-committees for the year 2024 according to the details proposed. Since the number of votes was less than two-thirds of the total number of votes of shareholders who attended the meeting, was considered the resolution in this agenda did not pass with the details as follows.

Shareholder resolution	Votes	Percentage (%)
Approved	182,188,182	53.9027
Disapproved	155,156,802	45.9052
Abstained	648,940	0.1919
No voting rights	16,688,980	-
Total (55 People)	354,682,904	-

Agenda 6 To consider approving amendments to the Company's objectives and amendments to Clause 3 of the Memorandum of Association. The Company's objectives are to be consistent with the amendments to the Company's objectives.

Dr. Kunanya Atthamongkolchai (Company Secretary and master of ceremonies) As the presenter, I provide details for consideration at the ordinary shareholders' meeting for approval of additional amendments to the company's objectives and additional amendments to the Memorandum of Association, Article 3, to align with the additional amendments to the company's objectives.

As the company desires to request shareholders at the meeting to consider clarifying and expanding the company's objectives to encompass its existing and future operations, the company intends to amend the original 57 objectives to 59 objectives and to make additional amendments to Article 3 of the Memorandum of Association, concerning the company's objectives, to align with the aforementioned amendments. The details are as follows:

Objective (Old)	Objective (adjunct)
(34) Conducts a business providing guarantees for debts, liabilities and performance of contracts of other persons. Including providing guarantee services for persons entering the country or traveling abroad according to immigration laws, tax laws and other laws.	<u>(3 4) Accepting guarantees for debts, liabilities, and performance of contracts of any person, including mortgaging, pawning, accepting mortgages, accepting pledges of any property as security for payment of debts or guaranteeing performance of duties under the contract to any person and/or conducts a business providing guarantees for debts, liabilities, and performance of contracts of other persons. Including providing guarantee services for persons entering the country or traveling abroad according to immigration laws, tax laws and other laws.</u>
-	<u>(58) Investing in stocks, bonds, debentures, and other securities of any company and selling, disposing of, or buying back such stocks, bonds, debentures, or any such securities. However, purpose of do not for normal trade and not considered a securities trading business.</u>
-	<u>(59) File lawsuits and fight cases Submit the dispute for arbitration, and enter into contracts and compromise in both domestic and international courts. To carry out the Company's objectives and act as a representative of other persons for such purposes.</u>

The meeting conductor has opened the floor for shareholders to inquire or raise objections regarding the proposal for approval of additional amendments to the company's objectives and additional amendments to Article 3 of the Memorandum of Association, to align with the aforementioned amendments.

The meeting conductor informs the attendees that there are no shareholders requesting further information. Therefore, the proposal for approval of additional amendments to the company's objectives and additional amendments to Article 3 of the Memorandum of Association, to align with the aforementioned amendments, is presented for consideration and approval at the meeting.

This agenda item must be approved by a vote of not less than 3 out of 4 of the total votes of the shareholders present at the meeting and entitled to vote.

Meeting resolution: The shareholder meeting resolved not to approve the amendment of the Company's objectives and the amendment of the Memorandum of Association, Section 3. The Company's objectives to be consistent with the amendment of the Company's objectives. Because the votes were less than three-quarters of the total number of votes of shareholders attended the meeting and had the right to vote, the resolution in this agenda did not pass, with the following details.

Shareholder resolution	Votes	Percentage (%)
Approved	156,097,752	44.0105
Disapproved	197,936,212	55.8065
Abstained	648,940	0.1829
Total (55 People)	354,682,904	100.0000

Agenda 7 To consideration and approval of the appointment of the company's accountant and determination of the accountant's remuneration for the fiscal year 2024.

Dr. Khunyaa Atthmongkolchai (Company Secretary and Meeting Facilitator) presented the details for the ordinary shareholders' meeting to consider approving the appointment of the company's auditor and determining the auditor's remuneration for the fiscal year 2024.

According to the Public Limited Companies Act B.E. 2535, Section 120 stipulates that "at the annual ordinary shareholders' meeting, the appointment of the company's auditor and the determination of the audit fee for the company shall be made every year, and in appointing the auditor, the same auditor may be reappointed." Additionally, in the company's regulations, Section 41(5) specifies that the business to be conducted at the annual ordinary shareholders' meeting shall include considering the appointment of the auditor and determining the audit fee.

The Audit Committee has selected KPMG Phoomchai Audit Limited (KPMG) to serve as the company's auditor for the fiscal year 2024, marking the 6th consecutive year of their appointment. The list of auditors is as follows

- | | |
|----------------------------------|--|
| 1) Miss Thitima Phongchaiyong | auditor registration number 10728 and/or |
| 2) Miss Sirinuch Surapaitoonkorn | auditor registration number 8413 and/or |
| 3) Mr. Yutthaphong Suntarinka | auditor registration number 10604 and/or |
| 4) Miss Thanyalak Ketkaew | auditor registration number 8179 |

One of the aforementioned auditors from KPMG Phoomchai Audit Limited has the authority to inspect, examine, express opinions, and sign the company's audit reports. In the event that the said auditor is unable to perform their duties, KPMG Phoomchai Audit Limited shall arrange for another suitable auditor to fulfill the responsibilities on their behalf.

Remuneration	2024 (which is the proposed year)	2023
1) Audit Fee	2,520,000	2,450,000
2) Other Service Fee (Non-Audit Fee)	Pay according to the actual	-None-

The Audit Committee deems it appropriate to propose to the Board of Directors' meeting for approval and to propose to the annual ordinary shareholders' meeting for consideration to determine the remuneration of the company's auditors for the fiscal year 2024 in the amount not exceeding 2,520,000 baht per year, excluding other Non-Audit Fees paid as presented above.

The Board of Directors has considered and approved, in accordance with the Audit Committee's recommendation, to propose to the annual ordinary shareholders' meeting for approval the appointment of KPMG Phoomchai Audit Limited as the company's auditor for the fiscal year 2024, and to determine the remuneration of the company's auditor for the fiscal year 2024 in the amount not exceeding 2,520,000 baht per year, excluding other Non-Audit Fees paid as presented above.

The meeting facilitator has opened the floor to shareholders for any inquiries or objections regarding the presentation for approval of the appointment of the company's auditor and the determination of the auditor's remuneration for the fiscal year 2024.

The meeting facilitator informs the attendees that there are no shareholders requesting further information. Therefore, the presentation for approval of the appointment of the company's auditor and the determination of the auditor's remuneration for the fiscal year 2024 is now proposed for consideration and approval at the meeting.

This agenda item must be approved by a substantial majority of the shareholders present at the meeting and casting their votes.

Meeting resolution: The shareholder meeting resolved to approve the appointment of Miss Thitima Phongchaiyong auditor registration number 10728 and/or Miss Sirinuch Surapaitoonkorn auditor registration number 8413 and/or Mr. Yutthaphong Suntarinka auditor registration number 10604 and/or Miss Thanyalak Ketkaew auditor registration number 8179. From KPMG Phoomchai Audit Company Limited to be the company's auditor for the year 2024 and determine the company's auditor remuneration for the year 2024 at an amount not exceeding 2,520,000 baht per year, which does not include other service fees (Non-Audit Fee) paid with a majority vote of the shareholders attend the meeting and cast their votes which has the following details:

Shareholder resolution	Votes	Percentage (%)
Approved	354,583,504	99.9767
Disapproved	82,500	0.0232
Abstained	16,900	-
Total (55 People)	354,682,904	100.0000

Agenda 8 To consideration for approval of reducing the registered capital of the company by 328 baht from the registered capital of 923,028,535 baht to 923,028,207 baht by canceling 328 shares that have not yet been issued, with a par value of 1 baht per share, which remain from the allocation of dividend shares for the fiscal year 2566 and to further amend Article 4 of the Articles of Association to align with the reduction of the company's registered capital.

The meeting facilitator invites Mr. Kittipol Thanasit (Chief Executive Officer) to present the details for consideration at the annual ordinary shareholders' meeting regarding the proposal to approve the reduction of the company's registered capital by 328 baht, from a total registered capital of 923,028,535 baht to 923,028,207 baht.

Mr. Kittipol Thanasit (Chief Executive Officer) presents the details for consideration at the annual ordinary shareholders' meeting regarding the information and objectives that the company proposes for the reduction of the company's registered capital. This proposal is due to the company's previous approval of dividend share allocation in the year 2023.

By allocating dividend shares, a total of 54,941,713 shares were allocated, with 54,941,385 shares utilized. Therefore, the remaining dividend shares are 328 shares, as follows.

Therefore, I propose that at the annual ordinary shareholders' meeting for the fiscal year 2024, we consider approving the reduction of the company's registered capital by 328 baht, from a total registered capital of 923,028,535 baht to 923,028,207 baht. This reduction will be achieved by canceling 328 shares that have not yet been issued, with a par value of 1 baht per share, which remain from the allocation of dividend shares for the fiscal year 2566. Additionally, we propose further amendments to Article 4 of the Articles of Association to align with the reduction of the company's registered capital.

“Clause 4.	Registered Capital	923,028,207	THB	(Nine hundred twenty-three million twenty-eight thousand two hundred and seven baht)
	Divided into	923,028,207	Shares	(Nine hundred twenty-three million twenty-eight thousand two hundred and seven Shares)
	Par value	1	THB	(One Baht)
	Divided into:			
	Ordinary Shares	923,028,207	Shares	(Nine hundred twenty-three million twenty-eight thousand two hundred and seven Shares)
	Preferred Shares	-	Shares	(-)

By delegating authority to the company's authorized directors and/or individuals whom the authorized directors appoint, they shall have the authority to carry out various actions related to the reduction of registered capital and the further amendment of Article 4 of the Articles of Association to align with the reduction of the company's registered capital. This includes but is not limited to the authority to make any necessary amendments or changes to the application form or text in relevant documents, as well as the authority to undertake any necessary and related actions to ensure compliance with laws, regulations, rules, and directives of the Registrar of Companies, Ministry of Commerce.

The meeting facilitator has opened the floor to shareholders for any inquiries or objections regarding the proposal for approval of the reduction of the company's registered capital by 328 baht, from a total registered capital of 923,028,535 baht to 923,028,207 baht. This reduction will be achieved by canceling 328 shares that have not yet been issued, with a par value of 1 baht per share, which remain from the allocation of dividend shares and further amendments to Article 4 of the Articles of Association to align with the reduction of the company's registered capital.

Suggestions/questions:

Miss Teeranuch Phromchote (Proxy) inquired about the procedure in the event that the company requests the withdrawal of Agenda Item 9 regarding capital increase and Agenda Item 10 regarding the allocation of additional ordinary shares to existing shareholders in proportion to their existing shareholding, as stated in the previously issued meeting invitation. What will the company do regarding the borrowed funds have been obtained.

The meeting facilitator informs the attendees that there are no shareholders requesting additional information. Therefore, the proposal for approval of the reduction of the company's registered capital by 328 baht, from a total registered capital of 923,028,535 baht to 923,028,207 baht, by canceling 328 shares that have not yet been issued, with a par value of 1 baht per share, which remain from the dividend share allocation. Additionally, further amendments to Article 4 of the Articles of Association are proposed to align with the reduction of the company's registered capital.

This agenda item must be approved by a vote of not less than three-fourths of the total votes of the shareholders present at the meeting and entitled to vote.

Meeting resolution: Resolved not to approve the reduction of the company's registered capital in the amount of 328 baht. From registered capital of 923,028,535 baht to 923,028,207 baht by eliminating 328 unissued shares with a par value of 1 baht per share remaining from the dividend allocation and amending Clause 4 of the Memorandum of Association to be consistent with the reduction of the company's registered capital. Because the votes were less than three-quarters of the total number of votes of shareholders who attended the meeting and had the right to vote. Therefore, it is considered that the resolution in this agenda did not pass with the following details:

Shareholder resolution	Votes	Percentage (%)
Approved	156,846,092	44.2214
Disapproved	197,836,812	55.7785
Abstained	0	0.0000
Total (55 People)	354,682,904	100.0000

The meeting facilitator informs the ordinary shareholders' meeting that, according to the resolution of the company's board of directors at the 12th/2567 meeting on April 25, 2567, it was resolved to withdraw Agenda Item 9 regarding the approval of increasing the company's registered capital from 923,028,207 baht to 6,966,613,387 baht by issuing additional ordinary shares totaling 6,043,585,180 shares, with a par value of 1 baht per share. Additionally, there was a further amendment to Article 4 of the Articles of Association to align with the increase in the company's registered capital and Agenda Item 10 regarding the approval of the allocation of additional ordinary shares to existing shareholders in proportion to their shareholding, as announced in the news via the Stock Exchange of Thailand's website, SBNEXT.IR. 021/2567, dated April 25, 2567. Consequently, as a result of the cancellation, there was no consideration of these agenda items at this meeting.

Agenda 11 To consideration of other matters (if any).

The meeting facilitator explained agenda item set to provide an opportunity for shareholders to ask questions or provide beneficial suggestions to the board of directors and management on matters beyond those proposed on the agenda for consideration. However, if shareholders wish for consideration and resolution on other matters beyond those specified in the meeting invitation, they must comply with the conditions set forth in the law. Section 105 of the Public Limited Companies Act stipulates that when the meeting has concluded the consideration of the matters specified in the meeting invitation, shareholders holding at least one-third of the total issued shares may request the consideration of other matters not specified in the meeting.

The meeting facilitator has provided an opportunity for shareholders to ask questions or raise concerns regarding the consideration of other matters.

Suggestions/questions:

Mr. Ekarith Ekasmith (shareholder and proxy holder) requests to propose another agenda item for consideration: the appointment of Mr. Supree Wongdeeprom as a company director, because he has previous experience as a company director and possesses the expertise to help address the company's loss-making situation.

Miss Yaowarot Klanboon (Legal Advisor from Tillick & Gibbons International Limited) explained the details of proposing other agenda items for consideration and provided criteria for proposing such items in accordance with Section 105, Paragraph Two of the Public Limited Companies Act. She requested that the votes in support of the proposed agenda item be counted before consideration.

Therefore, at the meeting, shareholders are requested to vote in favor of the proposal to add additional agenda items for consideration of appointing directors as proposed by the shareholders. The proposal must be made by shareholders holding in aggregate not less than one-third of the total number of shares sold by the company or equivalent to 33.33 percent of all shares sold by the company. In other words, a total of 201,452,839 votes must be cast in favor.

However, from the voting, there were 198,580,155 votes in favor of adding the agenda item for considering the appointment of directors, which accounts for 32.8580 percent of the total number of shares sold by the company. This indicates that the total number of shares counted is less than one-third of the total number of shares sold by the company, as stipulated in Section 105, Paragraph Two of the Public Limited Companies Act. Therefore, it is not possible to propose Agenda Item 11 for consideration of other matters.

Miss Teranuch Promachot (Shareholder Rights Advocate, Thai Investors Association) has a policy to propose that registered companies in the Stock Exchange of Thailand hold ordinary shareholder meetings or annual general meetings in both Onsite Meetings and Online Meetings simultaneously, known as Hybrid Meetings. This is a combination of online meetings and meetings held at suitable venues organized by the company to facilitate interaction and communication between shareholders and the board of directors and management. This aligns with the circular from the Securities and Exchange Commission, No. 2/2567, regarding cooperation in organizing ordinary shareholder meetings dated January 10, 2567. Therefore, I would like to propose that the company consider the proposal for organizing Hybrid Meetings in accordance with the policy of the Thai Investors Association.

The meeting facilitator explained the company will take for further refinement and discussion with the board of directors.

After addressing the shareholders' inquiries and questions, the meeting facilitator requested the chairman to formally close the ordinary shareholders' meeting for the year 2024.

The chairman then addressed the meeting, stating that the meeting had been conducted in accordance with the agenda and invited shareholders to raise any further questions or comments.

When no one raised any questions or made additional comments, the chairman thanked the shareholders and attendees for their time in participating in the meeting. He then concluded the meeting at 4:45 PM.

ลงชื่อ - *Lersuk Chuladesa* -

(Mr. Lersuk Chuladesa)

Chairman of the Board of Directors / Chairman of the Meeting

ลงชื่อ - *Kununya Atthmongkolchai* -

(Dr. Kununya Atthmongkolchai)

Company Secretary / Meeting Minute Recorder